



# Board Effectiveness Review

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## Equality and Human Rights Commission

On Board Training and Consultancy Ltd

01 July 2022

# 1. INTRODUCTION AND BACKGROUND

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## Background

- 1.1 The Equality and Human Rights Commission's Governance Manual states that:

*"The Board should review its effectiveness as a whole every 18 months and make any identified changes necessary to facilitate the effective and efficient conduct of its business, taking into account best practice in corporate governance" (5.64)*

*"An independent review will be carried out every three years or where there is a substantial change to the membership of the Board. This review may involve external advisers to provide challenge from an independent, expert perspective" (5.66)*

- 1.2 On 16 February 2022, the Commission commissioned On Board Training and Consultancy (On Board) to undertake a light touch Board effectiveness review.
- 1.3 The purpose of this review was to review the performance and effectiveness of the Board against the best practice standards of a high performing Board and internationally recognised best practice (including the Good Governance Standard for Public Services, the UK Corporate Governance Code etc.).

## **Process**

1.4 At the outset, it was agreed that the methodology for undertaking this Board review would consist of seven key stages. On Board would:

- Meet with the Chairwoman and Chief Executive to agree the plan and timetable for the Board effectiveness review
- Review the results from the Commission's own Board effectiveness questionnaire survey
- Interview the Chairwoman, Chief Executive and a selection of Commissioners and analyse the findings and key messages emerging from the responses
- Undertake a desk top review of governance documentation
- Facilitate a Board workshop to discuss the initial findings from the review and agree key areas for development
- Meet with the Chairwoman and Chief Executive to discuss the preliminary findings from the effectiveness review (post workshop)
- Produce a Report summarising the outputs emerging from the above

## **Self-assessment questionnaire**

1.5 In advance of commissioning this Board effectiveness review, the Commission issued a Board effectiveness self-assessment questionnaire to

all Commissioners. Although On Board had no input into the content of this questionnaire, we were provided with a summary of the responses for our review and analysis.

## **Interviews**

- 1.6 In our original proposal, On Board committed to undertaking *“one-to-one interviews with the Chairwoman, Chief Executive and a selection of Commissioners and members of the Senior Leadership Team in order to provide us with a thorough understanding of current performance and opportunities for improvement”*.
- 1.7 However, at the request of the Commission, On Board subsequently interviewed all ten Non-Executive Commissioners (including the Chairwoman) and all members of the Senior Leadership Team (including the Chief Executive). All of these interviews were conducted online.
- 1.8 The focus of the interviews was on highlighting areas where the Board was performing strongly as well as identifying areas where there was room for improvement.

## **Desk top review**

- 1.9 On Board also undertook a review of governance documentation within the Commission and assessed this against best practice. This provided the reviewers with objective evidence to support our findings and conclusions in addition to the more subjective evidence provided by Commissioners and members of the Senior Leadership Team by way of the questionnaire returns, one-to-one interviews etc.

1.10 The following documents were reviewed as part of the review of governance documentation:

- The Commission's Governance Manual
- Previous Board effectiveness reviews (2018 and 2020)
- Strategic Plan (2022 to 2025)
- Committee Terms of Reference
- Board Skills Survey
- Strategic Risk Register and Risk Summary
- Sample of Board and Committee minutes and papers
- Background papers in relation to the development of performance reporting and impact methodology

### **Board workshop**

1.11 On Board was scheduled to facilitate a Board workshop for Commissioners via Webex on 25 May 2022. However, the Chairwoman and Chief Executive took the decision that having a workshop for all Commissioners would not be a good investment of their time at that stage. Instead of the scheduled workshop, a short, focused session was held on 25 May with the Chairwoman, the Chairs of the Audit & Risk Assurance Committee and the People & Workspace Committee, the Chief Executive and the Chief Operating Officer.

1.12 It was agreed that the Report (and List of Recommendations) resulting from the Board effectiveness review would be shared with the full Board on 27 July 2022.

## **Report**

1.13 Although this review has highlighted many areas where the Board is performing well, it has also identified areas where there is scope for improvement. These are set out in a List of Recommendations at Annex 1.

1.14 The rest of this Report is structured as follows:

Section 2: Discharging the Board's roles and responsibilities effectively

Section 3: Operating effectively as a Board

Section 4: Building, developing and evaluating the Board

Annex 1: List of Recommendations

## 2. DISCHARGING THE BOARD'S ROLES AND RESPONSIBILITIES EFFECTIVELY

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### Introduction

2.1 In this Section of the Report, On Board assesses the performance and effectiveness of the Board in discharging its roles and responsibilities and, in particular:

- Providing strategic leadership and direction to the Commission
- Ensuring good performance management and promoting a positive culture of performance delivery
- Ensuring clarity of roles and responsibilities and especially between the Board and the Executive

### Providing strategic leadership and direction to the Commission

#### Indicator of Board performance

The Board has developed and communicated a shared understanding of the Commission's purpose and strategic priorities

#### Best practice

The Board simplifies complexity by clarifying and promoting a common understanding of the Commission's remit/purpose and

strategic objectives. These are well documented, with clearly stated objectives and outcomes, and are cascaded throughout the organisation

The Board is actively involved in the development of the Strategic Plan and policy decisions

Management provides the appropriate level of support to the Board but does not 'drive' the process or reduce the Board's input to a superficial, 'rubber stamping' function

- 2.2 There was a consensus among Commissioners and members of the Senior Leadership Team that the Board has provided strong strategic leadership to the Commission over the past year after a period of significant upheaval.
- 2.3 In particular, the Chairwoman and the Board have been instrumental in effecting radical change by re-positioning the Commission as a rigorous, objective regulator in the field of equality and human rights as opposed to its perceived historic position as an advocate for activist groups.
- 2.4 There was a strongly held view among many Commissioners that, in the past, the Board had no meaningful input to strategy and policy development but had been 'led by the nose' by the Executive. Several Commissioners highlighted examples of where controversial policy positions (e.g. on the Gender Recognition Act) were taken by staff without appropriate consultation or reference to the Board.
- 2.5 On Board's independent review of the Commission's Strategic Plan for the period 2022 to 2025 supports the view that the Board is currently providing



strong and focused strategic leadership and direction to the work of the organisation.

2.6 In On Board's opinion, as an articulation of the Commission's strategic intent, the new Strategic Plan is an excellent document, setting out clearly the focus on the Commission's regulatory role and identifying six priority areas.

2.7 However, although the Board and Senior Leadership Team understand and support the Commission's redefined purpose as an independent regulator, there is clearly not a shared understanding or acceptance of this position among staff at all levels of the organisation. Most Commissioners and members of the Senior Leadership Team recognise that the scale of this issue is reducing (in part as a result of staff turnover), but the associated risks of not having the whole organisation behind a shared vision remain significant.

### ***Recommendation for improvement***

2.8 In promoting the new Strategic Plan internally, the Board and the Chief Executive should clearly communicate the Vision, Purpose and Strategic Objectives of the Commission to staff throughout the organisation. If, subsequent to this, some staff still cannot accept the new direction of travel of the Commission, perhaps because they originally joined the organisation to champion a particular cause, this will need to be addressed by the Chief Executive.

## Ensuring good performance management and promoting a positive culture of performance delivery

### Indicators of Board performance

The Board has developed clear, deliverable objectives and priorities

The Board promotes a positive culture of performance delivery and is actively involved in monitoring organisational performance, holding management to account whilst remaining independent

### Best practice

Discussion of strategy leads to agreement on desired outcomes and key indicators of performance

The Board routinely monitors and discusses the performance of the Commission and uses the results of these deliberations to inform its Strategic Plan, resource allocation and evaluation of the Chief Executive's performance

The Board regularly receives reports on targets that flow directly from the Strategic Plan

The Board promotes a performance management framework that rewards achievement and deals with under performance

- 2.9 On Board's review of the new Strategic Plan noted that there is no clear line of sight between the Vision and the desired outcomes. This principle is often referred to as the 'Golden Thread' and, in this context, would run from the Vision, through ***what we will ensure*** and ***how we will achieve this***.

However, the Commission has developed an impact methodology and this provides the basis for translating strategic objectives into measurable success factors.

2.10 The majority of Commissioners and members of the Senior Leadership Team recognise that performance management within the Commission is weak. In particular:

- The Commission currently does not have an agreed set of Key Performance Indicators that enable the Board to measure the impact of/positive outcomes resulting from the Commission's work
- Despite evidence of staff underperformance in recent years across different areas, the current performance appraisal system consistently results in the vast majority of staff fully meeting their personal objectives every year - the clear inference is that the personal objectives set for staff are not stretching

2.11 The Governance Manual states at Section 1.41 that:

*"The Board will maintain oversight of the Chief Executive's objectives through receipt of reports from the Chief Executive"*

However, On Board noted that very few Commissioners appear to know what the Chief Executive's personal objectives are or indeed whether there are any in place. On Board would expect Commissioners to be aware of this.

### ***Recommendations for improvement***

- 2.12 As part of the process of developing the Strategic Plan and the annual Business Plan, the Board should agree a range of strategic outcomes and key performance indicators to enable it to monitor progress in delivering its key strategic objectives. These performance measures will inform the Chief Executive's personal objectives and ultimately the objectives set for individual members of staff.
- 2.13 The Chief Executive should review the current performance appraisal process for staff to ensure that it is as robust as possible and clearly aligned to organisational objectives and performance. There should also be a clear link between the performance assessment of the Chief Executive and the overall performance of the Commission.
- 2.14 The Chairwoman's appraisal of the Chief Executive – both the objectives and performance against objectives - should be informed by the views of Commissioners.

### **Ensuring clarity of roles and responsibilities**

#### **Indicators of Board performance**

There is agreement on the distinction between Board level and operational management decisions

The Board exercises effective oversight of performance without unnecessary interference in operational matters

**Best practice**

There is an open and constructive dialogue between the Chief Executive and the Chair which ensures 'no surprises'

The Chief Executive has the self-confidence to bring questions and issues to the Board for discussion and direction

The Board has formally agreed the decisions reserved for the Board and this is understood and complied with by management and the Board

There is an open and transparent relationship and information flow

The Board engages in a formal process to review levels of delegation which balances risk, and operational efficiency and effectiveness

The application of delegated authority is systematically audited, recorded and periodically reported to the Board

- 2.15 One of the core responsibilities of the Board is the scrutiny and oversight of organisational performance. The Board may delegate some aspects of this (e.g. to a Committee or to the Chief Executive) but it must maintain overall responsibility which requires regular reporting of performance in relation to operational delivery, financial management and risk management. On Board found that this level of performance reporting to the Board is not currently evident within the Commission.

2.16 On Board noted that the Board effectiveness reviews in 2018 and 2020 highlighted serious problems in the relationship between the Board and the Executive which are only now being addressed. In interviews with On Board, there was a broad consensus among Commissioners and members of the Senior Leadership Team that:

- When the current Chairwoman took up post in December 2020, the relationship between the previous Chair and Chief Executive had been difficult and there had been a breakdown in trust between the Board and management
- The Commission currently has a high performing Chief Executive who is dealing effectively with many of the issues and problems that Commissioners and the Senior Leadership Team have identified in recent years
- A good working relationship has developed between the Chairwoman and Chief Executive. Their relationship is characterised by mutual respect and trust
- There is a general lack of understanding as to what is strategic and what is operational - the Board should be focusing on the former and the latter should generally be dealt with by the Chief Executive

The Board has a tendency to 'get into the weeds' too much, although there was a recognition that exceptional circumstances sometimes require exceptional measures and the Commission has been operating in firefighting mode

- The Commission still does not have a culture of ‘no surprises’ between Board and staff - there are still surprises and this has the capacity to undermine Board trust in management

### ***On Board’s review of the Governance Manual***

2.17 In order to assess the extent to which there is a clear distinction between Board level and operational management decisions within the Commission, On Board reviewed the relevant sections of the Governance Manual. Our key findings were as follows:

- There are areas of delegation to the Chief Executive that overlap with Board Reserved Matters (e.g. preparing reports to Parliament and the United Nations; and preparing responses to external consultations). This needs clarification
- There are a number of delegations which are qualified with the phrase *“in consultation with the Board and Committees where the Chief Executive considers necessary”* which leaves the actual extent of the delegation to the Chief Executive’s judgement
- Under ‘Board Reserved Matters’, the heading ‘operational decisions’ is potentially confusing and implies that the Board is becoming engaged in operational matters. There are references to the policy content of strategic documents and later to strategic policies, which would benefit from clearer definition to clarify respective responsibilities between the Board and the Executive

- The use of delegated authority is to be noted in the minutes on a case-by-case basis. Best practice is that a standard template is used to record, report and monitor the use of delegated authority and that this is a Standing Item at every Board meeting
- There is a section of the Governance Manual on the 'call-in' function but On Board found (at interview) that very few Commissioners were aware of this function. This would suggest to On Board that the call-in function may have become redundant

### ***Recommendations for improvement***

- 2.18 The Board should review its performance reporting needs and performance reporting should become a regular agenda item at Board meetings. On Board noted that there are well developed arrangements for performance reporting at Senior Leadership Team level and this (raised up to the appropriate strategic level) could form the basis of what is presented to the Board for scrutiny.
- 2.19 The Chairwoman, Chief Executive and Board Secretary should undertake a critical review of the content of each Board agenda to ensure that operational and technical items are removed or at least kept to a minimum. The Chief Executive should also be empowered by the Chairwoman to push back if the Board or individual Commissioners become too operational during a Board meeting.



2.20 The Commission should organise training for all staff on the nature of a Non-Departmental Public Body – this should include the role of the Commission as a regulator which is independent of Government but also its status as an NDPB which is dependent on Government for ‘pay and rations’; and the roles, responsibilities and authority of the Chairwoman, Board and the Chief Executive. This training should also cover the Scheme of Delegation and Schedule of Matters Reserved for the Decision of the Board.

2.21 Thereafter, this should form part of the induction training provided to all staff joining the Commission.

2.22 On Board notes that a fundamental review of the Governance Manual is currently underway. In addition to, or as part of, this exercise, On Board recommends that:

- The Board should review the list of Reserved (and Delegated) Matters to ensure that it continues to be fit for purpose
- The Head of Governance should record, report and monitor the use of delegated authority and this should be a Standing Item at every Board meeting
- The Audit and Risk Assurance Committee should monitor compliance with the Governance Manual and, in particular, the operation of delegated authority

### 3. OPERATING EFFECTIVELY AS A BOARD

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#### **Introduction**

3.1 In this Section of the Report, On Board assesses the performance and effectiveness of the Board in the following areas:

- Frequency of Board meetings
- Attendance and commitment of Commissioners
- Conduct of Board meetings
- Quality of Board papers
- Collective decision making
- Conduct of Commissioners at meetings
- Quality and timeliness of Board minutes
- Group dynamics
- Effectiveness of the Committee structure
- The management of risk

#### **Frequency of Board meetings**

##### **Indicator of Board performance**

The Board meets on a sufficiently regular basis to review and manage the performance of the Commission

##### **Best practice**

The Board meets on a regular basis on pre-determined dates but with some meetings set aside for strategy development, workshops on key strategic issues and self-reflection

- 3.2 The majority of Commissioners and senior managers interviewed were of the opinion that the Board should meet less frequently. Several respondents commented that Board meetings had become more operational and less strategically focused partially as a result of meeting so often. Monthly Board meetings also causes problems for the statutory Committees (Scotland and Wales) which have normally met two weeks before Board meetings.
- 3.3 It was also widely acknowledged that the Board is quite reactive and there is currently a lack of forward thinking (although the current environment in which the Commission operates makes this challenging). The frequency of formal Board meetings means that there is no time to have development workshops on specific topics, opportunities for horizon scanning, deep dives, Commissioner development sessions etc.
- 3.4 From a management perspective, this can lead to unstructured and detailed discussions at Board meetings which often result in unplanned requests for more work to help fill knowledge gaps.

### ***Recommendations for improvement***

- 3.5 The Chairwoman and the Board should review the frequency of formal Board meetings with a view to moving to bi-monthly meetings as soon as practicable. This will free up time in Commissioners' diaries for more informal workshops, horizon scanning, development sessions etc.
- 3.6 The Board Secretary should draw up a schedule of Board 'meeting' dates for the incoming two years (on a rolling basis). As part of this schedule, Commissioners should be asked to 'hold' specific dates in their diaries for

Board strategy workshops, deep dives, development sessions etc. If it becomes clear that a scheduled workshop will not take place, the date can be released.

- 3.7 As a general rule, development sessions and strategic discussions should be separate from formal (business) Board meetings. On Board noted that the Rolling Board Forward Schedule lists several ‘strategic priorities discussions’ and we would suggest that these might be better addressed in dedicated development sessions.
- 3.8 If there is something urgent that arises in between Board meetings which requires Board discussion or decision, the Chairwoman can convene a single issue, online meeting to address the matter or avail of some time before or after a scheduled workshop.

### **Attendance and commitment of Commissioners**

#### **Indicator of Board performance**

Commissioners are fully committed to discharging their important role

#### **Best practice**

Attendance at meetings and other sessions organised for the benefit of Commissioners (e.g. training) is close to 100%

Commissioners read their papers, come thoroughly prepared and ask pertinent questions

Commissioners are conversant with their responsibilities as set out in legislation, the Framework Document and the Governance Manual

- 3.9 On Board found that Commissioner attendance at Board meetings is very high (95%) and this is especially impressive given that the Board currently meets on a monthly basis. Commissioners have also made themselves available at short notice for other meetings and calls as well as serving on one or more Committees or Commissioner Working Groups. Commissioners also make every effort to contribute their expertise, insights, contacts etc. to support the Commission.
- 3.10 From its review of questionnaire responses and interviews with Commissioners and senior managers, it was clear to On Board that Commissioners are very diligent in preparing for meetings – they read their papers, come thoroughly prepared and ask pertinent questions.
- 3.11 During interviews, On Board found that most Commissioners had a good understanding of their roles and responsibilities as set out in legislation and the Framework Document. However, very few Commissioners were familiar with the content of the Governance Manual.

***Recommendation for improvement***

- 3.12 The Commission should review the current induction training provided to new Commissioners to ensure that it covers all key aspects of the Governance Manual including the roles and responsibilities of the Minister, Department, Chairwoman, Board and Chief Executive (including as Accounting Officer); key relationships within and outwith the Commission; Code of Conduct issues (including the Nolan Principles); financial and risk management including key differences between public and private sectors, Managing Public Money etc.

## Conduct of Board meetings

### **Indicator of Board performance**

The Chair leads meetings well with a clear focus on the big issues

### **Best practice**

The Chair provides strong and dynamic leadership of the Board

The agenda is focused on strategic and performance issues. There is a good balance between the proactive (forward thinking/planning) and the reactive (reacting to things that have already happened)

The Chair encourages participation from all Commissioners

Good time management by the Chair

Commissioners feel that their contributions are valued. Dissenting voices can be heard without damaging collective responsibility. Good balance between Commissioners and management in discussions

The scheduling of Board business ensures priorities are identified at an early stage and appropriate time is set aside to allow full, robust and timely consideration by the Board

- 3.13 The Chairwoman has been in post since December 2020 and inherited an organisation in some turmoil – the relationship between the previous Chair and Chief Executive had been difficult. Commissioners and members of the Senior Leadership Team acknowledged to On Board that the Chairwoman has been instrumental in effecting radical change within the Commission and re-positioning it as a rigorous, objective regulator.

- 3.14 Most of the Commissioners commented on the Chairwoman's skilful chairing of meetings and discussions, her inclusiveness in inviting views from everyone while at the same time keeping to time. The Chairwoman was invariably described as dynamic, passionate and engaging. In the past, the Board of the Commission had insufficient or ineffective involvement in the development of strategy and policy – this appears to have been left too much to the staff - and the Chairwoman has played a pivotal role in changing this.
- 3.15 It was recognised, however, that the Chairwoman can sometimes come across as direct, impatient, and/or overly critical of the work of individual members of staff in public settings.
- 3.16 Most Commissioners and senior managers interviewed recognise that Board meetings are sometimes too operational and not sufficiently strategic. On Board's review of a sample of Board agendas and minutes would support this view.
- 3.17 When asked if Board meetings strike the right balance between the proactive and the reactive, Commissioners were strongly of the view that the Board spends too much time 'looking backwards' and not enough time looking ahead (e.g. considering broader opportunities and risks).
- 3.18 On Board was surprised to note that, in the Governance Manual (at Section 5.21), the Board agenda is agreed by the Chief Executive in consultation with the Chair. As the Chair is responsible for the running of the Board, it is best practice for the Chair to have clear ownership of the Board agenda, involving the Chief Executive as necessary.

### ***Recommendation for improvement***

- 3.19 The Chairwoman and Board Secretary should review the Board agenda to ensure a balance between the reactive and proactive with time set aside for 'looking ahead'. The draft Board agenda should be circulated to all Commissioners in advance of every Board meeting with an opportunity for Commissioners to comment/suggest additional items.

### **Quality of Board papers**

#### **Indicator of Board performance**

Board papers are of high quality and support the Board in its decision making

#### **Best practice**

The Board has spelt out its information needs to management

Board papers are tailored to the Board's governance role, providing a robust analysis and clear explanation of technical issues

Papers are in a consistent format, of a high quality and provided to Commissioners at least a week before the meeting

- 3.20 Both Commissioners and members of the Senior Leadership Team acknowledged that the level and quality of information provided to the Board has improved in the past year. Notwithstanding the improvement, there was a general consensus that more needs to be done.



- 3.21 Most Commissioners were of the opinion that the quality of Board papers is variable and they are often issued too late. One of the major issues highlighted by Commissioners and senior managers is the lack of a proper quality control process for papers submitted to the Board (and Committees/Working Groups) - some papers are sent straight to the Board by staff without going through the Chief Executive or Senior Leadership Team.
- 3.22 In On Board's experience, it is unusual for a Chair to review and re-work papers in advance of issue to the Board. This is clearly an executive function which is ultimately the responsibility of the Chief Executive. In the case of the Commission, this is clearly a response to the breakdown of trust between the Board and staff, and the Chairwoman's frustration with the poor quality of the papers produced by the Executive.
- 3.23 Several Commissioners expressed the view that there could be more debate and open dialogue at Board meetings. There was concern that some decisions appear to have been decided beforehand and these Commissioners believe that they are often coming into a decision late.

***Recommendation for improvement***

- 3.24 The Head of Governance should draw up a clear set of instructions for staff on the production of Board papers (length, house style/template, cover page etc.) and the clearance process prior to issue to the Board. The Board should have an input into this process. It is the responsibility of the Chief Executive to ensure that the clearance (quality control) process operates effectively in practice.

## Collective decision making

### **Indicator of Board performance**

All Commissioners take collective responsibility for decisions

### **Best practice**

All Commissioners take decisions in the interests of the Commission and support Board decisions even when they are not popular

3.25 All Commissioners and members of the Senior Leadership Team told On Board that there is a healthy level of debate and even disagreement at Board meetings, Commissioners accept collective responsibility for all decisions taken and hold the Commission line within and outside of the Commission.

3.26 However, Commissioners pointed out that while they accept collective responsibility for decisions, there is a body of staff who do not accept Board decisions. Commissioners attributed this to two factors:

- A lack of understanding among staff of the role and authority of the Board of a statutory body
- Many staff joined the Commission at a time when it was seen as an advocacy organisation and they saw it as a vehicle to champion a particular cause. Some of these staff have not accepted the recent

clarification of the purpose of the Commission – i.e. becoming an independent regulator of equality and human rights issues

- 3.27 On Board noted that the Governance Manual contains guidance on collective responsibility but some of the text is unhelpful:

*2.12 While a [Commissioner] may request that their dissention following a vote be expressly recorded in the minutes of the relevant Board meeting, minority views will not be made public. The [Commissioner] concerned would be expected to continue to argue the point internally.....*

*2.13 In dealing with such conflicts.....*

- 3.28 Once a decision is taken, On Board would not expect to see a dissenting Commissioner continuing to argue the point internally (or elsewhere). If a Commissioner cannot accept a Board decision, then they should resign. Furthermore, On Board would not describe the act of disagreeing with a Board position as a conflict, it is merely a difference of opinion.

***Recommendations for improvement***

- 3.29 Training programme for staff – see recommendations at 2.20 and 2.21.
- 3.30 The sections of the Governance Manual relating to collective decision making should be amended as part of the ongoing review of the Governance Manual.

## Conduct of Commissioners at meetings

### **Indicator of Board performance**

Commissioners conduct themselves in an exemplary manner at Board meetings (and outside) and behaviours reflect the Board's Code of Conduct

### **Best practice**

The Code of Conduct and Nolan Principles are a core part of the induction training provided to Commissioners

Commissioners sign the Code of Conduct on appointment

A Register of Interests is maintained and updated regularly. Interests are declared when necessary and appropriate action taken

Commissioners show respect to the Chair, fellow Commissioners, the Chief Executive and staff at all times

3.31 The Chairwoman and Commissioners are exemplary in registering and declaring any conflicts of interest. This was highlighted by many Commissioners in their questionnaire responses and supported by On Board's objective review of the Register of Interests and a sample of Board minutes.

3.32 Several Commissioners and members of the Senior Leadership Team told On Board that some Commissioners can come across as overly assertive towards staff and there is a critical spirit that occasionally permeates Board

or Committee meetings that goes against the constructive and supportive challenge role of an effective Board/Committee.

- 3.33 Other Commissioners and senior staff believe that some staff are unhappy at the new direction of travel of the Commission and are anticipating offence.
- 3.34 On Board noted that the Code of Conduct, which is embedded in the Governance Manual and not a standalone document, makes no reference to the standards of conduct expected of Commissioners towards the Chairwoman, other Commissioners and staff at Board meetings (and outside of meetings).

#### ***Recommendations for improvement***

- 3.35 The Commission should review and update the Code of Conduct for Commissioners to reflect best practice. On Board also suggests that the Code of Conduct is removed from the Governance Manual and maintained as a standalone document. All Commissioners should sign a copy of the Code of Conduct on appointment and Code of Conduct issues should be covered during formal Commissioner induction training.
- 3.36 Individual Commissioners should recognise that they have a personal responsibility to highlight and/or draw the Chairwoman's attention to any instance where a Commissioner has 'crossed the line' at a Board meeting. Likewise, the Chief Executive should draw the Chairwoman's attention to any instances where he has a concern about a Commissioner's conduct.

## Quality and timeliness of Board minutes

### **Indicator of Board performance**

Board minutes are brief but comprehensive and issued promptly

### **Best practice**

Minutes are brief but reflect the key elements of discussions, decisions made, actions agreed and responsibilities allocated

Minutes are prepared by the Secretary and sent directly to the Chair

Minutes are distributed to Commissioners for consideration and comment within two weeks of the meeting with Action Points in an Appendix to enable tracking

- 3.37 While there will always be diverging views on the level of detail that should be contained in Board minutes, Commissioners were generally complimentary about the standard of Board minutes. On Board's independent review of a sample of Board minutes concluded that the minutes were clear and precise, and clearly demonstrated (to an external reader) the level of scrutiny and challenge from Commissioners.
- 3.38 On Board found that there is a very clear and effective process in place to get Board minutes approved by the Chairwoman. However, these are not issued to Commissioners in a timely fashion but are included in the Board pack for the next meeting. As a general rule, Board minutes should be issued in draft within two weeks of a Board (Committee) meeting, while discussions etc. are still fresh in the mind of attendees.

- 3.39 On Board noted that the Commission's policy on publication does not extend to Board papers or Committee minutes and papers.

***Recommendations for improvement***

- 3.40 The Board Secretary should ensure that Board minutes are produced, cleared by the Chairwoman and circulated to Commissioners within two weeks of a Board meeting.
- 3.41 The Board should review the Commission's current policy in relation to the publication of Board and Committee minutes and papers to ensure that the Commission is as open and transparent as possible.

**Board dynamics**

**Indicator of Board performance**

'Group dynamics' are robust but effective

**Best practice**

The Board does not shy away from difficult discussions/decisions

Board discussions on difficult issues do not cause lasting tensions, divisions or disharmony

The Board has shown that it is capable of handling a crisis

- 3.42 There was a widespread recognition that the development of the Board as a team ('group dynamics') has been frustrated by the lack of face-to-face meetings during the Pandemic. Virtual meetings make it difficult to build relationships, work together, 'read the room' etc.
- 3.43 However, On Board found that the Board is very clear on its own role and has asserted itself in recent times. In the past, there was a sense that the Board was being managed by the Executive but this is no longer the case.
- 3.44 The Board has had robust discussions on difficult and controversial issues within the last 12 months (transgender, race etc.) and Commissioners have felt able to freely express their differing views. On Board found no evidence to suggest that these disagreements have fractured the unity of the Board or *"caused lasting tensions, divisions or disharmony"*.

### ***Recommendation for improvement***

- 3.45 As the Board returns to face-to-face meetings, the Board should arrange a programme of meetings and events for the Commissioners to 'bond', which may include site visits, pre-Board meeting dinners etc. The Board should also explore opportunities to hold joint sessions with staff.

### **Effectiveness of the Committee structure**

#### **Indicator of Board performance**

The Committee structure is fit for purpose and is regularly reviewed by the Board



**Best practice**

All Committees have a clear purpose reflected in Terms of Reference with clear lines of reporting and accountability to the Board

The Committee structure is reviewed periodically by the Board to ensure that it is fit for purpose

The Board recognises that it retains responsibility for matters delegated to Committees (including audit, risk etc.)

Committee Chairs report back to the Board on key issues/topics but there is not a rerun of the Committee meeting at the Board

The Chair meets regularly with the Committee Chairs

3.46 There are three separate categories of 'Committees' within the Commission:

- Two Statutory Committees (Scotland and Wales)
- Two Non-Statutory Committees (Audit & Risk Assurance and People & Workspace)
- Two Commissioner-led Working Groups

3.47 On Board reviewed the Terms of Reference and found that they clearly set out the purpose, responsibilities and delegated authority of each Committee and the lines of reporting and accountability to the Board. The Terms of Reference are also periodically reviewed by the Board. The recent

decision to stand down the former Disability Advisory Committee is evidence that the Commission is open to amending its committee structure to meet changing needs.

3.48 It was clear from the feedback provided by Commissioners to On Board that there are good channels of communication between the Chairwoman and Committee Chairs.

3.49 Although the Scotland and Wales Commissioners understand the role and responsibilities of their respective Committees, On Board found that these are not understood by all Commissioners. Several Commissioners also questioned the ability of the Scotland and Wales Committees to influence GB policy.

3.50 The majority of Commissioners are very supportive of the Commissioner-led Working Groups and believe that they provide an opportunity to give detailed consideration to the specific topics. However, there was a recognition that they can become bogged down in operational detail.

### ***Recommendations for improvement***

3.51 The Board should formally review its relationship with the two Statutory Committees to ensure that roles and responsibilities are clearly understood by all Commissioners and to address the perception that their ability to influence policy is limited.

3.52 The Board should review the support arrangements in place for the two Commissioner-led Working Groups to ensure that the same discipline

around the preparation of agendas, minutes, papers etc. applied to the Board and Non-Statutory Committees is applied to the Working Groups. This should be managed through the Governance Team in order to ensure a common standard of support.

### **The management of risk**

#### **Indicator of Board performance**

The Board has put in place procedures for dealing effectively with risk

#### **Best practice**

There is an effective Audit and Risk Committee in place which provides a high level of assurance to the Board

The Board is clear on its risk appetite and ensures that this is understood by management

There is clear ownership of risk throughout the Board and management

The Board regularly reviews potential sources of risk and has mitigation plans in place. There are very few occasions when the Board has to deal with a wholly unexpected set of circumstances

The Board takes full account of risk in its decisions e.g. in relation to major projects and programmes

- 3.53 Commissioners and managers were unanimous in their view that the Commission **now** has a high performing Audit and Risk Assurance Committee which is well-led and is addressing many of the fundamental weaknesses that have existed historically.
- 3.54 The Chair of the Audit and Risk Assurance Committee informed On Board that, up until recently, risk management was extremely weak within the Commission. For example, the Strategic Risk Register contained some 280 risks. In her opinion, supported by the Chief Executive and Accounting Officer, risk management is better than it used to be but there is still more work to be done to embed risk management properly in the Commission.
- 3.55 On Board reviewed the new Strategic Risk Register and Risk Summary that are reported to the Audit and Risk Assurance Committee. These are well structured documents and On Board is aware of the ongoing development of the risk management arrangements within the Commission, including risk appetite. However, the risk management policy is very out-of-date and this is an important gap in the risk management governance framework which needs to be addressed.

***Recommendations for improvement***

- 3.56 The Board should ensure that the skills and experience matrix approved by the Board, and shared with the Sponsor, reflects the need to have one or more Commissioners with a background in audit, business and/or risk management to chair/serve on the Audit and Risk Assurance Committee.

- 3.57 The Commission should develop a new risk management policy for the approval of the Board. The Chief Executive, supported by the Audit and Risk Assurance Committee, should ensure that there is ownership of risks throughout the organisation.
- 3.58 As part of the development of its risk appetite, the Commission should consider options and opportunities for embedding risk appetite into strategic decision making.

## 4. BUILDING, DEVELOPING AND EVALUATING THE BOARD

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### Introduction

4.1 In this Section of the Report, On Board assesses the Commission's compliance with best practice in relation to:

- Board composition: Building an effective and complementary Board
- Board development: Providing high quality induction and ongoing training and development to the Board (Commissioners)
- Board evaluation: Assessing the performance of the Board – individually and collectively

### Building the Board

#### Indicators of Board performance

The Board operates with a full complement of Members who collectively have the range of skills, diversity, knowledge and experience to enable them to be effective in their roles

The knowledge, skills and expertise of Non-Executive Commissioners are fully utilised by the Board and management

#### Best practice

The Board has developed an up-to-date skills, experience etc. matrix in relation to the composition of the Board which meets the ongoing needs of the Commission

This matrix is shared with the Sponsor and is regularly reviewed and updated

The Chair and the Board periodically assess the skills, diversity, knowledge and experience within the Board membership and address any deficiencies

The skills, expertise etc. of Non-Executive Commissioners are identified and fully utilised to further the aims and objectives of the Commission e.g. allowing management to tap into particular specialist expertise, contacts etc.

- 4.2 The Commission confirmed to On Board that there is no formal skills, experience, diversity etc. matrix within the Commission which forms the basis of the Public Appointments process.
- 4.3 A Skills Survey was undertaken by the Commission in February 2021 and this provided a high-level analysis of the knowledge and skills (and training needs) of individual Commissioners. Nevertheless, in On Board's opinion, without a skills/expertise etc. matrix to compare it to, this Skills Survey is of limited value in providing assurance that the skills/expertise etc. needs of the Commission are understood and are being fully met.
- 4.4 There was a broad consensus among those interviewed by On Board (Commissioners and members of the Senior Leadership Team) that the current group of Commissioners bring a wide range of skills and expertise to the role. Several examples were provided where the Commission has availed of, and benefited from, the expertise of individual Commissioners.

- 4.5 Nevertheless, most Commissioners told On Board that they believe that the expertise, skills and contacts of Commissioners could be utilised further in terms of drawing on individual areas of expertise and/or in engaging with stakeholders.

### ***Recommendations for improvement***

- 4.6 The Commission should develop a formal skills, experience and contacts matrix in relation to the composition of the Board and its Committees which meets the ongoing needs of the Commission. This matrix should be shared with the Sponsor and should support the appointment of Commissioners through the Public Appointments process.
- 4.7 The Commission should compare this matrix (what we need) to the findings of the Skills Survey (what we have) and take appropriate action to address any gaps identified (e.g. by co-option to Board Committees, review of induction processes, and training and development activities).
- 4.8 In light of the findings of the Skills Survey (and the outcomes of the Commissioner appraisals), the Chairwoman should consider how best to deploy the expertise, skills and contacts of Commissioners in order to maximise their contribution to the Commission individually and collectively.

### **Developing the Board**

#### **Indicator of Board performance**

Commissioners receive timely and high quality induction and tailored training to meet their specific needs



### **Best practice**

The induction programme ensures that new Commissioners add value as quickly as possible and have an understanding of the Commission and its business

There is a structured development plan for Commissioners

#### **4.9 The Governance Manual states that:**

*“The Chief Executive will arrange for a comprehensive induction programme, including additional briefings as appropriate, for Commissioners upon their appointment. The induction programme will include an overview of the role of the Board, the statutory functions and powers under which the Commission operates, its governance, strategic and operational frameworks and the organisational structure of the Commission” (Section 5.71)*

**4.10** Newly appointed Commissioners were generally complimentary about the induction that they had received upon joining the Commission. Nevertheless, senior management in the Commission acknowledged to On Board that induction was ‘patchy’ and there is considerable room for improvement. There are currently plans to develop a comprehensive induction pack for newly appointed Commissioners<sup>1</sup>.

**4.11** The Commissioner Skills Survey (2021) highlighted a range of training and development needs but it was not clear to On Board how these needs are to be met. On Board noted that there were only three learning and

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<sup>1</sup> See On Board’s comments on induction training in Sections 3.12 and 3.35 of this Report

development sessions offered to Commissioners between April and December 2021 and these sessions do not appear to relate to the results of the Skills Survey.

### ***Recommendations for improvement***

- 4.12 The Commission should review its induction programme for Commissioners and develop a comprehensive induction pack. [See Sections 3.12 and 3.35]
- 4.13 Using the information from the Skills Survey and Commissioner appraisal process, the Commission should produce a Commissioner training and development programme to cover the needs of individual Commissioners and the Board collectively. This should be reviewed on at least a two year basis.

### **Evaluating the Board**

#### **Indicators of Board performance**

All Non-Executive Commissioners are regularly appraised against their personal objectives ensuring they continue to develop and add value

The Board undertakes a regular evaluation of its own performance and effectiveness

#### **Best practice**

An appraisal system is in place for Commissioners (and the Chair) with assessment of performance against pre-set objectives

The appraisal process identifies development needs for Commissioners linked to their ability to discharge their roles

The Board self-assessment process is comprehensive and robust and results in an Improvement Plan which is agreed by the whole Board

The Board monitors implementation of the Improvement Plan on a regular basis

### ***Commissioner appraisal process***

4.14 The Commission's Governance Manual states that:

*"The Chair will set individual performance objectives for [Commissioners] Board Members each year" (5.69)*

*"[Commissioners] Board Members will be expected to ensure they have the skills, knowledge and training to fulfil their duties and responsibilities and to meet their performance objectives"*

4.15 This is in line with the requirements of best practice in corporate governance, including the 'UK Corporate Governance Code' and 'The Good Governance Standard for Public Service':

*"Individual [Commissioners] should be held to account for their contribution through regular performance reviews. These should include an assessment of any training or development needs" (Good Governance Standard for Public Services)*

*“There should be a formal and rigorous annual evaluation of the performance of the Board.... Chair and individual Directors (UK Corporate Governance Code)*

- 4.16 On Board noted that there are no performance objectives set for individual Commissioners. However, there is a performance appraisal process which is quite light touch but it does address the future training and development needs of Commissioners.

#### ***Evaluation of the Board***

- 4.17 The Governance Manual sets out the requirement for the Commission to undertake a Board effectiveness review every 18 months and an externally facilitated review every three years.
- 4.18 The last external review was carried out in 2018 and a light touch internal review was subsequently undertaken in 2020. A detailed questionnaire, completed by Commissioners and members of the Senior Leadership Team, is used to support the internal and external reviews.
- 4.19 On Board reviewed the Action Plans associated with both of these reviews. Both reports contained similar actions for improvement that were never followed up or closed off. Some of these actions were important (e.g. around the relationships between the Board and Executive; getting the best from both; and measuring impact).

- 4.20 While the Board complies fully with the requirement to undertake regular Board effectiveness reviews, it is much less diligent in monitoring progress on the implementation of the agreed actions resulting from the reviews.

***Recommendations for improvement***

- 4.21 The Chairwoman and Chief Executive should review the current Commissioner appraisal process to ensure that it fully complies with the standards of a *'formal and rigorous annual evaluation of individual Directors'* specified in the UK Corporate Governance Code and required by other Codes of Governance.
- 4.22 This process should include setting objectives for each Commissioner and a formal interview with an opportunity for a two-way exchange of views.
- 4.23 The Commission should review how the appraisal process for Commissioners is administered and supported by officers, to enable the Chairwoman to focus on the important aspects of the appraisal process – engaging with Commissioners and identifying their development needs.
- 4.24 The Board should put in place oversight arrangements (including regular progress reports to the Board) to ensure that the Improvement Plan resulting from this (and any subsequent) Board effectiveness review is fully delivered and in accordance with the Board's timetable.

## ANNEX 1:

## LIST OF RECOMMENDATIONS

## LIST OF RECOMMENDATIONS

Recommendation	Priority H/M/L
<p><b>Providing strategic leadership and direction</b></p> <p>1. In promoting the new Strategic Plan internally, the Board and the Chief Executive should clearly communicate the Vision, Purpose and Strategic Objectives of the Commission to staff throughout the organisation. If, subsequent to this, some staff still cannot accept the new direction of travel of the Commission, this will need to be addressed by the Chief Executive <b>(Section 2.8)</b></p>	
<p><b>Ensuring good performance management and promoting a positive culture of performance delivery</b></p> <p>2. As part of the process of developing the Strategic Plan and the annual Business Plan, the Board should agree a range of strategic outcomes and key performance indicators to enable it to monitor progress in delivering its key strategic objectives. These performance measures will inform the Chief Executive’s personal objectives and ultimately the objectives set for individual members of staff <b>(Section 2.12)</b></p> <p>3. The Chief Executive should review the current performance appraisal process for staff to ensure that it is as robust as possible and clearly aligned to organisational objectives and performance. There should also be a</p>	

<p>clear link between the performance assessment of the Chief Executive and the overall performance of the Commission <b>(Section 2.13)</b></p> <p>4. The Chairwoman's appraisal of the Chief Executive – both the objectives and performance against objectives - should be informed by the views of Commissioners <b>(Section 2.14)</b></p>	
<p><b>Ensuring clarity of roles and responsibilities</b></p> <p>5. The Board should review its performance reporting needs and performance reporting should become a regular agenda item at Board meetings <b>(Section 2.18)</b></p> <p>6. The Chairwoman, Chief Executive and Board Secretary should undertake a critical review of the content of each Board agenda to ensure that operational and technical items are removed or at least kept to a minimum. The Chief Executive should be empowered to push back if the Board or individual Commissioners become too operational during a Board meeting <b>(Section 2.19)</b></p> <p>7. The Commission should organise training for all staff on the nature of an NDPB; and the roles, responsibilities and authority of the Chairwoman, Board and the Chief Executive. This training should also cover the Scheme of Delegation and Schedule of Matters Reserved for the Decision of the Board [Thereafter, this should form part of the induction training provided to all staff joining the Commission] <b>(Sections 2.20, 2.21 and 3.29)</b></p>	



<p>8. In addition to, or as part of, the ongoing review of the Governance Manual:</p> <ul style="list-style-type: none"> <li>❖ The Board should review the list of Reserved (and Delegated) Matters to ensure that it continues to be fit for purpose <b>(Section 2.22)</b></li> <li>❖ The Sections of the Governance Manual relating to collective decision making should be amended <b>(Section 3.30)</b></li> <li>❖ The Head of Governance should record, report and monitor the use of delegated authority and this should be a Standing Item at every Board meeting <b>(Section 2.22)</b></li> <li>❖ The Audit and Risk Assurance Committee should monitor compliance with the Governance Manual and, in particular, the operation of delegated authority <b>(Section 2.22)</b></li> </ul>	
<p><b>Frequency of Board meetings</b></p> <p>9. The Chairwoman and the Board should review the frequency of formal Board meetings with a view to moving to bi-monthly meetings as soon as practicable <b>(Section 3.5)</b></p> <p>10. The Board Secretary should draw up a schedule of Board ‘meeting’ dates for the incoming two years (on a rolling basis). As part of this schedule, Commissioners should be asked to ‘hold’ specific dates in their diaries</p>	

<p>for Board strategy workshops, deep dives, development sessions etc. If it becomes clear that a scheduled workshop will not take place, the date can be released <b>(Section 3.6)</b></p> <p>11. As a general rule, development sessions and strategic discussions should be separate from formal (business) Board meetings <b>(Section 3.7)</b></p>	
<p><b>Attendance and commitment of Commissioners</b></p> <p>12. The Commission should review the current induction training provided to new Commissioners to ensure that it covers all key aspects of the Governance Manual including the roles and responsibilities of the Minister, Sponsor, Chairwoman, Board and Chief Executive (including as Accounting Officer); key relationships within and outwith the Commission; Code of Conduct issues (including the Nolan Principles); financial and risk management including key differences between public and private sectors, Managing Public Money etc. <b>(Section 3.12)</b></p>	
<p><b>Conduct of Board meetings</b></p> <p>13. The Chairwoman and Board Secretary should review the Board agenda to ensure a balance between the reactive and proactive with time set aside for 'looking ahead'. The draft Board agenda should be circulated to</p>	

<p>all Commissioners in advance of every Board meeting with an opportunity for Commissioners to comment/suggest additional items <b>(Section 3.19)</b></p>	
<p><b>Quality of Board papers</b></p> <p>14. The Head of Governance should draw up a clear set of instructions for staff on the production of Board papers (length, house style/template, cover page etc.) and the clearance process prior to issue to the Board. The Board should have an input into this process. It is the responsibility of the Chief Executive to ensure that the clearance (quality control) process operates effectively in practice <b>(Section 3.24)</b></p>	
<p><b>Conduct of Commissioners at meetings</b></p> <p>15. The Commission should review and update the Code of Conduct for Commissioners to reflect best practice. All Commissioners should sign a copy of the Code of Conduct on appointment and Code of Conduct issues should be covered during Commissioner induction training <b>(Section 3.35)</b></p> <p>16. Commissioners should recognise that they have a personal responsibility to highlight and/or draw the Chairwoman's attention to any instance where a Commissioner has 'crossed the line' at a Board meeting. Likewise, the Chief Executive should draw the Chairwoman's attention to any instances where he has a concern about a Commissioner's conduct <b>(Section 3.36)</b></p>	

<p><b>Quality and timeliness of Board minutes</b></p> <p>17. The Board Secretary should ensure that Board minutes are produced, cleared by the Chairwoman and circulated to Commissioners within two weeks of a Board meeting <b>(Section 3.40)</b></p> <p>18. The Board should review the Commission's current policy in relation to the publication of Board and Committee minutes and papers to ensure the Commission is as open and transparent as possible <b>(Section 3.41)</b></p>	
<p><b>Board dynamics</b></p> <p>19. The Board should arrange a programme of meetings and events for the Commissioners to 'bond', which may include site visits, pre-Board meeting dinners etc. The Board should also explore opportunities to hold joint sessions with staff <b>(Section 3.45)</b></p>	
<p><b>Effectiveness of the Committee structure</b></p> <p>20. The Board should formally review its relationship with the two Statutory Committees to ensure that roles and responsibilities are clearly understood by all Commissioners and to address the perception that their ability to influence policy is limited <b>(Section 3.51)</b></p>	

<p>21. The Board should review the support arrangements in place for the two Commissioner-led Working Groups to ensure that the same discipline around the preparation of agendas, minutes, papers etc. applied to the Board and Non-Statutory Committees is applied to the Working Groups. This should be managed through the Governance Team in order to ensure a common standard of support <b>(Section 3.52)</b></p>	
<p><b>The management of risk</b></p> <p>22. The Board should ensure that the skills and experience matrix approved by the Board, and shared with the Sponsor, reflects the need to have one or more Commissioners with a background in audit, business and/or risk management to chair/serve on the Audit and Risk Assurance Committee <b>(Section 3.56)</b></p> <p>23. The Commission should develop a new risk management policy for the approval of the Board. The Chief Executive, supported by the Audit and Risk Assurance Committee, should ensure that there is ownership of risks throughout the organisation <b>(Section 3.57)</b></p> <p>24. As part of the development of its risk appetite, the Commission should consider options and opportunities for embedding risk appetite into strategic decision making <b>(Section 3.58)</b></p>	

<p><b>Building the Board</b></p> <p>25. The Commission should develop a formal skills, experience and contacts matrix in relation to the composition of the Board and its Committees which meets the ongoing needs of the Commission. This matrix should be shared with the Sponsor and support the appointment of Commissioners through the Public Appointments process <b>(Section 4.6)</b></p> <p>26. The Commission should compare this matrix (what we need) to the findings of the Skills Survey (what we have) and take appropriate action to address any gaps identified (e.g. by co-option to Board Committees, review of induction processes, and training and development activities) <b>(Section 4.7)</b></p> <p>27. In light of the findings of the Skills Survey (and the outcomes of the Commissioner appraisals), the Chairwoman should consider how best to deploy the expertise, skills, and contacts of Commissioners in order to maximise their contribution to the Commission individually and collectively <b>(Section 4.8)</b></p>	
<p><b>Developing the Board</b></p> <p>28. The Commission should review its induction programme for Commissioners and develop a comprehensive induction pack <b>(Section 4.12)</b></p>	

<p>29. Using the information from the Skills Survey and Commissioner appraisal process, the Commission should produce a Commissioner training and development programme to cover the needs of individual Commissioners and the Board collectively. This should be reviewed on at least a two year basis <b>(Section 4.13)</b></p>	
<p><b>Evaluating the Board</b></p> <p>30. The Chairwoman and Chief Executive should review the current Commissioner appraisal process to ensure that it fully complies with the standards of a <i>‘formal and rigorous annual evaluation of individual Directors’</i> specified in the UK Corporate Governance Code and required by other Codes of Governance <b>(Section 4.21)</b></p> <p>31. This process should include setting objectives for each Commissioner and a formal interview with an opportunity for a two-way exchange of views <b>(Section 4.22)</b></p> <p>32. The Commission should review how the appraisal process for Commissioners is administered and supported, to enable the Chairwoman to focus on the important aspects of the appraisal process – engaging with Commissioners and identifying their development needs <b>(Section 4.23)</b></p> <p>33. The Board should put in place oversight arrangements (including regular progress reports to the Board) to ensure that the Improvement Plan resulting from this (and any subsequent) Board effectiveness review is fully delivered and in accordance with the Board’s timetable <b>(Section 4.24)</b></p>	

