

Board

Transport
for London



Date: 27 June 2012

Item 11: Board Appointments

This paper will be considered in public

1 Summary

- 1.1 This paper asks the Board to note the current position on the Mayor's appointments of Members to TfL, appoint Members to its Committees and Panels and approve a delegation to the Deputy Chair for the making of an appointment of a TfL nominated non-executive director of Crossrail Limited.
- 1.2 The Board is also asked to appoint a Chief Finance Officer, based on the recommendation of the interview panel, in the supplementary paper on Part 2 of the agenda and to agree the interim arrangements until the post is taken up.

2 Recommendations

2.1 That the Board:

- (a) note the current position on the Mayor's appointments of Members to TfL;**
- (b) appoint Members to the Committees and Panels, as set out in Appendix 2, to take effect from 1 July 2012;**
- (c) delegate authority to the Deputy Chair of TfL to nominate on behalf of TfL a non-executive director to the board of Crossrail Limited as provided for in the Crossrail Sponsors' Agreement;**
- (d) authorise General Counsel to make the necessary changes to Standing Orders to give effect to the revisions described in this paper;**
- (e) appoint a Chief Finance Officer, based on the recommendation of the interview panel; and**
- (f) to confirm that Sarah Bradley (Head of Group Financial Accounting) will deputise in the absence of the CFO and that Andrew Freeman (Head of Finance Business Support Function) will deputise as the CFO in the absence of both the CFO and Sarah Bradley.**

3 Mayoral Appointments to TfL

- 3.1 Under the Greater London Authority Act 1999, the Mayor appoints between 8 and seventeen Members to TfL.
- 3.2 The GLA is undertaking a recruitment process for Membership of the Board. The terms of office of Members expired on 17 June 2012. The only exception was Isabel Dedring, whose term of office expired on 4 May 2012. Following his re-election, the Mayor reappointed Isabel Dedring to the Board until 17 June 2012, so that her appointment was in line with other Members.
- 3.3 The Mayor has reappointed himself as a Member of TfL and, therefore, he is the Chairman. He appointed Isabel Dedring as the statutory Deputy Chairman from 18 June 2012 to 17 June 2016, following an Assembly confirmation hearing.
- 3.4 Appendix 1 lists the Members who have been reappointed to the Board and their period of office.
- 3.5 The Mayor intends to appoint further Members over the coming weeks, once the current recruitment process for TfL Board Members has been completed.

4 Appointments to Committees and Panels

- 4.1 On 2 February 2012, the Board agreed a new Committee and Panel Structure. On 15 May 2012, following consultation with Members, the Board appointed Members to these bodies. The new structure and membership took effect from 1 April 2012.
- 4.2 Changes are proposed to fill the vacancies of Vice Chair of the Projects and Planning Panel, Chair and Vice Chair of the Safety and Sustainability Panel and Vice Chair of the Surface Transport Panel.
- 4.3 The proposed membership of each Committee and Panel, including Chair and Vice Chair, is set out in Appendix 2. Any change will take effect from 1 July 2012.
- 4.4 The membership of the Committees and Panels will continue to be reviewed periodically by the Board. All Board Members are entitled to attend or request papers from any meeting of a Committee or Panel, whether or not they are a member of that body.

5 Appointment to the Board of Crossrail Limited

- 5.1 Crossrail Limited (CRL) is a wholly owned subsidiary of TfL (through Transport Trading Limited (TTL)). TfL and the Department for Transport (DfT) are the "Sponsors" charged with overseeing the delivery of the Crossrail Project.
- 5.2 The Board of CRL comprises an executive chairman (appointed by TfL with the consent of the DfT), two executive directors and at least four independent non-executive directors. In addition, under the Sponsors' Agreement, there is

provision for DfT and TfL to nominate one additional director each. The appointments of non-executive directors are subject to the consent of TfL and the DfT.

- 5.3 TfL has exercised its right to nominate an additional non-executive director, to ensure an appropriate link between the respective TfL and CRL Boards. To date, TfL's nominee has been Sir Mike Hodgkinson. That appointment has come to an end. It is proposed that the Deputy Chair of TfL be delegated authority to nominate a non-executive director to the CRL Board for a period of up to three years.

6 Appointment of Chief Finance Officer

- 6.1 The Greater London Authority Act 1999 requires the appointment by TfL of an appropriately qualified person as Chief Finance Officer (CFO). This role is required to secure that TfL has made arrangements for the proper administration of its financial affairs. Under Standing Orders, the appointment of the CFO is a matter reserved to the TfL Board.
- 6.2 After ten years of service, the current CFO, Stephen Critchley, is retiring on 31 July 2012.

Recruitment Process

- 6.3 The post of CFO was externally advertised in March 2012. Four candidates were shortlisted and interviewed in May 2012. Two candidates were interviewed by the Managing Director, Finance and the Managing Director Rail and Underground on 4 May and the other two were interviewed by the Managing Director, Finance and the Managing Director Surface Transport on 18 May 2012.
- 6.4 On 29 May 2012, the preferred candidate was interviewed again by the Managing Director, Finance and, for the first time, by the Managing Director, Rail and Underground. The recommendation of the interview panel is set out in the supplementary appendix on Part 2 of the agenda for this meeting.
- 6.5 Due to current work commitments, the recommended candidate is unable to commence work with TfL until 1 November 2012.

Interim arrangements

- 6.6 Given the importance of the role of the CFO, formal arrangements are in place for the CFO's duties to be covered in the absence of the post holder. The Board has previously appointed Sarah Bradley (Head of Group Financial Accounting) to deputise in the absence of the CFO and subsequently appointed Andrew Freeman (Head of Financial Services Centre and Human Resources), to deputise as the CFO in the absence of both the CFO and Sarah Bradley. Both officers hold the necessary professional qualifications. The Board is asked to reconfirm this arrangement in the period until the new CFO takes up the role.

List of appendices to this report:

Appendix 1 – Members of TfL

Appendix 2 – Proposed Membership of TfL’s Committees and Panels

Appendix 3 – Board Appointments – Chief Finance Officer (on Part 2 of the agenda)

List of Background Papers:

TfL Standing Orders and Subsidiary Bodies of TfL

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Members of TfL

Member	Appointed to:
Boris Johnson, Chairman	
Isabel Dedring, Deputy Chairman	June 2016
Peter Anderson	June 2016
Charles Belcher	June 2016
Christopher Garnett	31 December 2012
Baroness Grey-Thompson	June 2016
Eva Lindholm	18 September 2014
Daniel Moylan	June 2016
Bob Oddy	June 2016
Patrick O'Keeffe	31 December 2012
Keith Williams	June 2016
Steve Wright	June 2016

Appendix 2

Proposed Membership of TfL's Committees and Panels from 1 July 2012

Board	Committees	Panels
<p>Boris Johnson, Chair Isabel Dedring, Deputy Chair Peter Anderson Charles Belcher Christopher Garnett Baroness Grey-Thompson Eva Lindholm Daniel Moylan Bob Oddy Patrick O'Keeffe Keith Williams Steve Wright</p>	<p>Audit and Assurance Committee</p> <p>Keith Williams, Chair Patrick O'Keeffe, Vice Chair Charles Belcher Baroness Grey-Thompson Steve Wright</p> <p>Finance and Policy Committee</p> <p>Peter Anderson, Chair Daniel Moylan, Vice Chair Isabel Dedring Christopher Garnett Eva Lindholm</p> <p>Remuneration Committee</p> <p>Baroness Grey-Thompson, Chair Daniel Moylan, Vice Chair Boris Johnson Christopher Garnett</p>	<p>Projects and Planning Panel</p> <p>Isabel Dedring, Chair Daniel Moylan, Vice Chair Christopher Garnett Baroness Grey-Thompson Patrick O'Keeffe</p> <p>Rail and Underground Panel</p> <p>Christopher Garnett, Chair Steve Wright, Vice Chair Peter Anderson Charles Belcher Isabel Dedring Daniel Moylan</p> <p>Safety and Sustainability Panel</p> <p>Charles Belcher, Chair Patrick O'Keeffe, Vice Chair Baroness Grey-Thompson Bob Oddy</p> <p>Surface Transport Panel</p> <p>Baroness Grey-Thompson, Chair Charles Belcher, Vice Chair Daniel Moylan Bob Oddy Patrick O'Keeffe Keith Williams Steve Wright</p>