

BOARD: December 2025
Item: NON-EXECUTIVE BOARD MEMBER RECRUITMENT UPDATE
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CORPORATE / APPROVAL / OPEN

EMT SPONSOR:	John Paterson, Chief Executive Officer
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EMT APPROVED DATE:	8 th December 2025

PURPOSE

To advise the Board on the status of the recruitment process for a replacement Non-Executive Board Member.

RECOMMENDATION

The Board to review and approve the proposed:

- Non-Executive Board Member Succession Planning Guidance including the current Board Member skills matrix (attached as appendix 1); and
- Non-Executive Board Member Recruitment Person Specification (attached as appendix 2)

BACKGROUND

The updated Non-Executive Board Member Succession Planning Guidance which includes the current Board Member skills matrix is for reference to aid discussion on potential training needs at Board Member annual reviews with the Chair in response to recommendations arising from the Internal Audit Review of Board Effectiveness. It also informs the Person Specification for the recruitment of replacement Non-Executive Board Members.

The Non-Executive Board Member Recruitment Person Specification has been drafted as Carolyn Sawers will be stepping down at the end of her term as Vice Chair and Non-Executive Board Member on 30 June 2026.

ASSESSMENT

The Non-Executive Board Member Recruitment Person Specification includes financial management skills as an essential criterion for succession planning in anticipation of Michelle Wailes, Non-Executive Board Member and ARC Chair stepping down at the end of her term on 30 June 2027. The successful applicant will also become a member of the Audit & Risk Committee.

Our sponsor team is progressing the process for Scottish Canals, as a NDPB, to become a regulated body listed in Schedule 2 of Public Appointments and Public Bodies etc. (Scotland) Act 2003. This enables the Scottish Government Public Appointments team to manage the recruitment process for future Board appointments.

CORPORATE CONSIDERATIONS ANALYSIS

Strategic Priorities	A diverse and gender balanced Board will ensure appropriate scrutiny and accountability to facilitate the successful delivery of the Corporate Plan 2023-2028.
Health & Safety	N/A
Financial	As replacement there is no increased burden on Scottish Canals budget.
Legal	The Scottish Government's key legislation for gender balance is the Gender Representation on Public Boards (Scotland) Act 2018 , which sets a target for 50% women on non-executive public board roles, requiring merit-based appointments but prioritising women when equally qualified candidates exist.
Risk / Risk Appetite	The Non-Executive Board Member will provide additional leadership capabilities, accountabilities, and oversight in the management of risk and compliance, and the integration of risk tolerance statements.
Sustainability	N/A
Environment	N/A
People	A diverse and gender balanced Board is aligned to Scottish Canals People Strategy.
Fair Work	This proposal will not have a negative impact on Fair Work obligations.
Communication	Scottish Canals and Scottish Government will collaborate to promote the opportunity to join Scottish Canals Board
Community & Third Sector	N/A
Commercial	N/A
Asset	N/A