

# **Memorandum of Understanding**

**between**

**Argyll and Bute Council**

**and**

**Oban Community Harbour Development Association**

**Deliverable G1, G2, G3 and T9**

**Trust Port Governance**

**28 May 2021**

# Contents

	<b>Introduction</b>	4
<b>G1</b>	<b>Overview of governance arrangements</b>	5
1	General Introduction	5
2	Governance Structure	5
3	Responsibilities	5
4	Conduct	6
5	Annual reporting and accounts	7
6	Operational framework and staffing	7
<b>G2/T9</b>	<b>Board of Trustees - working arrangements</b>	8
1	General introduction	8
2	Commercial accountability	8
3	Stakeholders	9
4	The Board of Trustees	9
5	Mission of Oban Port Authority	10
6	Core Values	10
7	Structure and Responsibilities of the Board	10
8	Conduct	12
9	Estimated Time Commitment from Board Members	12
10	Rewards	12
11	Reporting and Compliance	13

continued.....

## Contents

(continued)

<b>G3/T9 Board Recruitment</b>	14
<b>Structure and Responsibilities of the Board of Trustees and Rewards</b>	14
1 Structure	14
2 Responsibilities	14
3 Conduct	14
4 Estimated Time Commitment from Board Members	15
5 Rewards	15
<b>Recruitment and Appointment Process</b>	16
6 Initial and Ongoing Recruitment Priorities	16
7 Benefits of a Consistent Process	17
8 Advertising of Roles	17
9 Appointments Panel	17
10 Stage 1 - Recruitment Pack to Candidates	18
11 Stage 2 - Short-listing Applicants	18
12 Stage 3 - Interview and Appointment	18
13 Equal Opportunities	19
14 Data Protection	19
<b>Appendices</b>	20
Appendix 1: G1(2) Trust Board and CEO Responsibilities	20
Appendix 2: G3(2) Trust Port Board selection panel	24
Appendix 3: G3(3) Guidance for selection panel	27
Appendix 4: G3(4) Board Member Job Description	30
Appendix 5: G3(5) Board Member Application Form	32
Appendix 6: G3(6) Interview Assessment Form	36

## Introduction

This document has been prepared by the Oban Community Harbour Development Association to address some of the questions raised by Argyll and Bute Council regarding the governance of the proposed Trust Port for Oban.

The document has been written by a number of different authors and was initially intended to be three separate items; in collating these into a single, more cohesive document it is inevitable that there is a degree of overlap.

It must be emphasised that this is very much a working document. Whilst the information presented in the following pages represents significant progress in the process that will lead to the formation of a Board of Trustees for the Trust Port, OCHDA are still working on some of the detail relating to this. The document will then be subject to wider consultation that will include, for example, members of the Oban Bay Management Group and Transport Scotland. It will then accompany the Harbour Revision Order which OCHDA will be submitting to Transport Scotland.

A significant part of the information presented in this document is based on the guidance provided by Transport Scotland in their publication 'Modern Trust Ports for Scotland: Guidance for good governance' that was published in 2012.

# OCHDA DOCUMENT G1

## Oban Port Authority – overview of governance arrangements

### 1. General Introduction

- 1.1. Trust Ports are independent statutory bodies, governed by their own local legislation and run by independent boards who manage the assets of the trust for the benefit of stakeholders. Trust ports operate in a commercial environment with no public funding and compete in the market with private and local authority ports as well as other trust ports. There are no shareholders or owners and profits are reinvested in the port. They make significant contributions to both the local, and in many cases the national economy.
- 1.2. Oban Port Authority will be a newly formed Trust Port managing the busy port of Oban which is a hub for the arrival and dispersal of vessels to many local and more distant destinations. The port of Oban provides services to ferries for several destinations, aquaculture, fishing and leisure vessels, many large cruise ships which visit the town, a number of charter operations both domestic and international which use the town as a base, in addition to being a lifeline link to many island communities.
- 1.3. Once approved by Scottish Ministers Oban Port Authority will become an independent statutory body, run by an independent board who will manage the assets of the trust for the benefit of stakeholders, now and in the future. Oban Harbour is a valuable asset and it is the board's duty to hand it on in the same or better condition to succeeding generations. As stated in Modern Trust Ports for Scotland: Guidance for good governance, "This remains the ultimate responsibility of the board, and future generations remain the ultimate stakeholder".

### 2. Governance Structure

- 2.1. The Trust Port will be managed by an independent Board, as outlined above. The members of the board will be appointed, and will be expected to undertake their duties, as detailed in Modern Trust Ports for Scotland - Guidance for good governance and in OCHDA papers G2 & G3.
- 2.2. The board will comprise eight non-executive board members and one executive board member, the Chief Executive. There will be a Chairperson and a Vice Chairperson elected by the board. A mix of skills and experience will be sought for the board, as detailed in Modern Trust Ports for Scotland - Guidance for good governance and in OCHDA papers G2 and G3, attached.

### 3. Responsibilities

- 3.1. The Oban Port Authority Board will be a team of people whose role is to ensure that best use is made of the assets of the Port, now and for the future, by providing strategic direction, independent oversight and constructive challenge to the Executive. Board Members will be accountable to each other, to service users and other stakeholders.

3.2. Board Members will be required to combine their skills, knowledge and experience to meet their responsibilities which reflect the Modern Trust Ports for Scotland - Guidance for good governance document. Board members should:

- Have a duty of care to the Oban Port Authority current and future stakeholders, acting independently and in good faith in the best interests of the trust port and all its stakeholders.
- Forge strong working relationships with other members of the board and executive.
- Acquire a proper understanding of the business, including – delegated authorities, the strategic plan, budget, structure and relationships, financial controls and systems, customers, competitions and markets.
- Ensure that the executive is managing the port honestly, efficiently, effectively and acting within its powers.
- Base decisions on good quality information to fulfil their obligations, placing their skills at the disposal of the harbour and its executive, sharing knowledge and views with fellow board members and abiding with the view of the majority.
- Declare any outside interests which might conceivably be seen to conflict with the duties and responsibilities of an impartial, independent board member.
- Ensure that they received adequate training for the discharge of their responsibilities and taking steps to ensure that the Board and senior officers have the skills and knowledge they need to be effective.
- Take collective responsibility for the role of 'Duty Holder' as set out as a statutory responsibility.

#### **4. Conduct**

4.1. Prospective Board Members will be required to commit (in writing) to upholding Oban Port Authority Code of Conduct for Board of Management Members before joining the Board and to renew that commitment annually for as long as they remain on the Board. The Code of Conduct is based on the 'Eight Guiding Principles of Trust Board Membership' as set out by Transport Scotland.

4.2. It will be the duty of the Oban Port Authority Board to manage operations and reinvest surpluses in an efficient manner within a commercial environment in order to secure the port of Oban for future use. In order to achieve this Oban Port Authority will establish a formal Stakeholder forum to which it will report and with which it consults on significant decisions wherever appropriate. It will be for the board to consider how best to achieve this. However, the board of Oban Port Authority must be free to make commercial decisions on all issues facing the port, having weighed the various representations and advice received. The Board is best placed to judge the overall impact of any recommendation.

4.3. Scottish Ministers, as a stakeholder, will maintain an overview of performance and may challenge where necessary, as all stakeholders should be prepared to do.

## 5. **Annual reporting and accounts**

5.1. Oban Port Authority will establish necessary sub-committees to ensure preparation of annual reports and accounts and to report on compliance with the Modern Trust Ports for Scotland: Guidance for good governance.

5.2. Oban Port Authority will comply with the Harbours Act 1964 in the delivery of annual reports and accounts to Scottish Ministers. The accounts and reports will be prepared in accordance with all relevant legislation and guidance relating to the form and content of company accounts and reports, and as detailed in OCHDA document G2.

## 6. **Operational framework & staffing**

6.1. The Chief Executive will be answerable to the board for the smooth day-to-day operation of the Port Authority. The Chief Executive will be supported by the Harbour Master, Assistant Harbour Master(s) and seasonal staff as appropriate.

**Further detail will be provided on proposed staffing once the relevant information has been provided by A&BC**

## OCHDA DOCUMENT G2/T9

### Board of Trustees – working arrangements

This document gives an overview of the working of the board of the proposed Oban Port Authority under the following headings:

1. General Introduction
2. Commercial accountability
3. Stakeholders
4. The Board structure and operation
5. Reporting and compliance

#### 1. **General Introduction**

- 1.1. Trust Ports are independent statutory bodies, governed by their own local legislation and run by independent boards who manage the assets of the trust for the benefit of stakeholders. Trust ports operate in a commercial environment with no public funding and compete in the market with private and local authority ports as well as other trust ports. There are no shareholders or owners and profits are reinvested in the port. They make significant contributions to both the local, and in many cases the national economy.
- 1.2. Oban Port Authority will be a newly formed Trust Port managing the busy port of Oban which is a hub for the arrival and dispersal of vessels to many local and more distant destinations. The port of Oban provides services to ferries for several destinations, aquaculture, fishing and leisure vessels, many large cruise ships which visit the town, a number of charter operations both domestic and international which use the town as a base, in addition to being a lifeline link to many island communities.
- 1.3. Once approved by Scottish Ministers Oban Port Authority will become an independent statutory body, run by an independent board who will manage the assets of the trust for the benefit of stakeholders, now and in the future. Oban Harbour is a valuable asset and that it is the board's duty to hand it on in the same or better condition to succeeding generations. As stated in Modern Trust Ports for Scotland: Guidance for good governance, "This remains the ultimate responsibility of the board, and future generations remain the ultimate stakeholder".
- 1.4. Oban Port Authority will operate in a commercial environment with no direct public funding and must compete in the market with other ports. There are no shareholders or owners and profits are reinvested in the port of Oban.

#### 2. **Commercial accountability**

- 2.1. Oban Port Authority will transact port business in the interest of the whole community of stakeholders openly, accountably and with commercial prudence, seeking to generate a surplus which should be ploughed back into the port, or otherwise directed towards the interests of the port's stakeholders.

2.2. It will be for the board of Oban Port Authority to determine the arrangements by which any surplus is directed. Oban Port Authority will set a target level of return for existing activities and new projects. In pursuing that target Oban Port Authority will set its dues, evaluate its investments, and charge for its services, at commercial and competitive rates.

2.3. Harbour dues and conservancy duties will be set at a level that allows for proper maintenance of Oban harbour and geared to attaining the target level of profitability.

### **3. Stakeholders**

3.1. The board of Oban Port Authority must consider the interests of stakeholders in Oban Harbour. These stakeholders of Oban Port Authority will include:

- Port Users (Ferry operators, fisheries, tourism and leisure users)
- The local community
- The local and regional economy and Argyll & Bute Council
- Port employees including Trade Unions
- Related interest groups (OLTA, BID4Oban, ....??)
- The national economy and Central Government
- Local and regional businesses

3.2. As stakeholders in the port, the interests of these groups should at all times be the guide by which the Oban Port Authority board directs the port. However it is the duty of the board to strike a balance that respects the interests of all stakeholders, not just one group, in the light of the objectives of the port, including commercial considerations, and what constitutes the 'common good' for all stakeholders (current and future) and the port itself. It will be the responsibility of the board, having considered the needs of stakeholders, to arrive at a clear description of their objectives.

3.3. It will be the duty of the Oban Port Authority board to manage operations and reinvest surpluses in an efficient manner within a commercial environment in order to secure the port of Oban for future use. In order to achieve this Oban Port Authority will establish a formal Stakeholder forum to which it reports and with which it consults on significant decisions wherever appropriate. It will be for the board to consider how best to achieve this. However, the board of Oban Port Authority must be free to make commercial decisions on all issues facing the port, having weighed the various representations and advice received. The board is best placed to judge the overall impact of any recommendation.

3.4. Scottish Ministers, as a stakeholder, will maintain an overview of performance and may challenge where necessary, as all stakeholders should be prepared to do.

### **4. The Board of Trustees**

4.1. The role of the Oban Port Authority board will be to ensure that best use is made of the assets of the Port, now and for the future. It will do this by providing strategic direction and independent oversight and constructive challenge to the Executive in order to ensure maintenance of a cost-effective and accountable service to port users.

## **5. Mission of Oban Port Authority.**

- 5.1. The Board and Executive's purpose is to provide a managed open port with adequate safety provision for the wide range of stakeholders, to maintain the harbour and its environment, and provide for the future needs.

## **6. The Core Values.**

- 6.1. The Board of the port will liaise closely with, and respect the many stakeholder groups to comprehend their overall needs, and thus to provide clarity as to provision of service or facility. It is the Board's duty to maintain a regularly reviewed, transparent strategic plan, which incorporates the mandatory requirements in the Port's Safety Management System, to ensure the safe operations and development of the port, and to create a successful, dynamic and safe port for the stakeholders.

- 6.2. In order to achieve this, Oban Port Authority will:

- Establish a clear, fair and consistent process for the recruitment and appointment of Board Members;
- Enable the board to appoint the applicant(s) who best demonstrate their merit in relation to the role and their ability to contribute effectively to the work of the board.
- Promote the work of the Board and the financial / non-financial rewards members receive from this voluntary activity;
- Assist potential candidates in understanding the role of a Board Member and the level of individual commitment required;
- Strengthen Oban Port Authority governance by basing Board Member recruitment decisions on defined principles and the best interests of Oban Port Authority and its Stakeholders;
- Achieve equality of opportunity and treatment of Board candidates irrespective of any protected characteristic a person might have or be perceived to have;
- Comply with Oban Port Authority Rules, other policies, Regulatory requirements and the law.

- 6.3. The duties and responsibilities of the board and executive, as laid down in the PMSC, are described in detail in document G1(2) (Appendix 1 to this document)

## **7. Structure & Responsibilities of the Board**

- 7.1. The board will be made up of eight non-executive board members and one executive board member. There will be a Chairperson and a Vice Chairperson elected by the board.

- 7.2. A mix of skills and experience will be sought for the board, as outlined in the Modern Trust Ports for Scotland: Guidance for good governance. The Oban Port Authority Board will meet at least six times annually.
- 7.3. The primary responsibility of the Oban Port Authority Board will be to ensure that best use is made of the assets of the Port, now and for the future, by providing direction, independent oversight and constructive challenge to the Executive. Board Members are accountable to each other, service users and other stakeholders.
- 7.4. Board Members will be required to combine their skills, knowledge and experience to meet their responsibilities which reflect the Modern Trust Port Scotland, Guidance for good governance document. Board members should:
- Have a duty of care to the Oban Port Authority current and future stakeholders, acting independently and in good faith in the best interests of the trust port and all its stakeholders.
  - Forge strong working relationships with other members of the board and executive.
  - Acquire a proper understanding of the business, including – delegated authorities, the strategic plan, budget, structure and relationships, financial controls and systems, customers, competitions and markets.
  - Ensure that the executive is managing the port honestly, efficiently, effectively and acting within its powers.
  - Base decisions on good quality information to fulfil their obligations, placing their skills at the disposal of the harbour and its executive, sharing knowledge and views with fellow board members and abiding with the view of the majority.
  - Declare any outside interests which might conceivably be seen to conflict with the duties and responsibilities of an impartial, independent board member.
  - Ensure that they received adequate training for the discharge of their responsibilities and taking steps to ensure that the Board and senior officers have the skills and knowledge they need to be effective.
  - Take collective responsibility for the role of 'Duty Holder' as set out as a statutory responsibility.
- 7.5. The functioning of the board will be consistent with the Modern Trust Ports for Scotland: Guidance for good governance. The responsibility of the Chair of the Oban Port Authority board will be to ensure that the conduct of the board meets the expectations and standards of Modern Trust Ports for Scotland: Guidance for good governance relating to performance management, board members' commitments and expectations, remuneration and recruitment, personal liability, probity and interests. Further documentation (OCHDA Document G3, below) includes details relating to recruitment and selection.

## 8. Conduct

- 8.1. Prospective Board Members will be required to commit (in writing) to upholding Oban Port Authority Code of Conduct for Board of Management Members before joining the Board and to renew that commitment annually for as long as they remain on the Board. The Code of Conduct is based on the 'Eight Guiding Principles of Trust Board Membership' as set out by Transport Scotland.

Independence	Selflessness	Objectivity
Accountability	Integrity	Honesty
Openness	Leadership	

- 8.2. People wishing to join the Board must be committed to serving the best interests of Oban Port Authority and its stakeholders and to supporting the decisions of the Board, even on occasions when they disagree with them. Candidates must not be motivated by alternative or personal agendas.

## 9. Estimated Time Commitment from Board Members

- 9.1. It is anticipated that the Oban Port Authority Board will meet a minimum of six times per year. As well as attending meetings and contributing to discussions, Board Members will be expected to prepare for those meetings by reading the reports provided in advance. They will also be required to participate in additional events such as annual appraisal meetings, training and business planning sessions. It is anticipated that the average time commitment for a Board Member will be c. 75 hrs per annum.

## 10. Rewards

- 10.1. It is anticipated that board members will receive a remuneration of £3,000 per year. Appropriate travelling expenses will be reimbursed. In addition, board members regularly experience the following non-financial rewards:
- 10.2. Experience gained as a Board of Management Member will often enhance individual employment prospects – knowledge and experience in strategic planning, resource planning, risk management and performance monitoring and are attractive to many employers.
- 10.3. It can be a useful development opportunity, Oban Port Authority will provide an effective induction and ongoing training and development to Board of Management Members
- 10.4. Being a Board of Management Member can provide those at different stages of their careers in the public or private sector a chance to contribute their expertise for the public good.
- 10.5. The Board is a team of people who care about the provision of quality infrastructure and the positive impact that this and excellent services have on the well-being of local people.

Meeting and working with new people who share these aims leads to a deeper connection with the community and others.

## 11. Reporting and compliance

### Annual reporting and accounts

- 11.1. Oban Port Authority will establish necessary sub-committees to ensure preparation of annual reports and accounts and to report on compliance with the Modern Trust Ports for Scotland: Guidance for good governance.
- 11.2. Oban Port Authority will comply with the Harbours Act 1964 in the delivery of annual reports and accounts to Scottish Ministers. The accounts and reports will be prepared in accordance with all relevant legislation and guidance relating to the form and content of company accounts and reports. Modern Trust Ports for Scotland: Guidance for good governance suggests that performance measurement might include some or all of:

#### Financial

- Profitability
- Return on Capital Employed
- Weighted Average Cost of Capital
- Gearing (Total Debt/Total Assets)

#### Operational

- Labour productivity
- Profitability of Land Holdings
- Channel Depth Management
- Berth Utilisation

#### Wider Impact

- Gross Value Added/Net Value Added

- 11.3. In addition it will be for the Board of Oban Port Authority to determine the precise performance measures to be used in addition to “Stakeholder benefit” activity.

# OCHDA DOCUMENT G3/T9

## Oban Port Authority: Board Recruitment

### Structure & Responsibilities of the Board of Trustees and Rewards

#### 1. Structure

- 1.1. The board is made up of eight non-executive board members and one executive board member. There will be a Chairperson and a Vice Chairperson elected by the board. A mix of skills and experience is sought for the board.

#### 2. Responsibilities

- 2.1. Oban Port Authority Board is a team of people whose role is to ensure that best use is made of the assets of the Port , now and for the future, by providing strategic direction, independent oversight and constructive challenge to the Executive. Board Members are accountable to each other, service users and other stakeholders.
- 2.2. Board Members will be required to combine their skills, knowledge and experience to meet their responsibilities which reflect the Modern Trust Port Scotland, Guidance for good governance document. Board members should:
  - a) Have a duty of care to the Oban Port Authority current and future stakeholders, acting independently and in good faith in the best interests of the trust port and all its stakeholders.
  - b) Forge strong working relationships with other members of the board and executive.
  - c) Acquire a proper understanding of the business, including – delegated authorities, the strategic plan, budget, structure and relationships, financial controls and systems, customers, competitions and markets.
  - d) Ensure that the executive is managing the port honestly, efficiently, effectively and acting within its powers.
  - e) Base decisions on good quality information to fulfil their obligations, placing their skills at the disposal of the harbour and its executive, sharing knowledge and views with fellow board members and abiding with the view of the majority.
  - f) Declare any outside interests which might conceivably been seen to conflict with the duties and responsibilities of an impartial, independent board member.
  - g) Ensure that they received adequate training for the discharge of their responsibilities and taking steps to ensure that the Board and senior officers have the skills and knowledge they need to be effective.
  - h) Take collective responsibility for the role of 'Duty Holder' as set out as a statutory responsibility.

#### 3. Conduct

- 3.1. Prospective Board Members will be required to commit (in writing) to upholding Oban Port Authority Code of Conduct for Board of Management Members before joining the Board and to renew that commitment annually for as long as they remain on the Board. The Code

of Conduct is based on the 'Eight Guiding Principles of Trust Board Membership' as set out by Transport Scotland.

Independence	Selflessness	Objectivity
Accountability	Integrity	Honesty
Openness	Leadership	

- 3.2. People wishing to join the Board must be committed to serving the best interests of Oban Port Authority and its stakeholders and to supporting the decisions of the Board, even on occasions when they disagree with them. Candidates must not be motivated by alternative or personal agendas.

#### 4. **Estimated Time Commitment from Board Members**

- 4.1. It is anticipated that the Oban Port Authority Board will meet a minimum of six times per year. As well as attending meetings and contributing to discussions, Board Members will be expected to prepare for those meetings by reading the reports provided in advance. They will also be required to participate in additional events such as annual appraisal meetings, training and business planning sessions. It is anticipated that the average time commitment for a Board Member will be c. 75 hrs per annum.

#### 5. **Rewards**

- 5.1. It is anticipated that board members will receive a remuneration of £3,000 per year. Appropriate travelling expenses will be reimbursed. In addition, board members regularly experience the following non-financial rewards::
- a) Experience gained as a Board of Management Member will often enhance individual employment prospects – knowledge and experience in strategic planning, resource planning, risk management and performance monitoring and are attractive to many employers.
  - b) It can be a useful development opportunity, Oban Port Authority provides an effective induction and ongoing training and development to Board of Management Members
  - c) Being a Board of Management Member can provide those at different stages of their careers in the public or private sector a chance to contribute their expertise for the public good.
  - d) The Board is a team of people who care about the provision of quality infrastructure and the positive impact that this and excellent services have on the well-being of local people. Meeting and working with new people who share these aims leads to a deeper connection with the community and others.
  - e) This guidance sets out the steps we will take to recruit new Board of Management Members in order to ensure the good governance of Oban Port Authority

## Recruitment and Appointment Processes

### 6. Initial and Ongoing Recruitment Priorities

- 6.1. Initially Oban Port Authority will seek to make appointments for all eight non-executive board members with a broad mix of skills and experiences, reflecting the range of skills and experiences suggested in Modern Trust Ports for Scotland - Guidance for good governance:

#### Criteria for assessing potential board members, in addition to relevant life experiences

##### Personal skills/competencies

- Drive, vision, independence, confidence
- Challenging, proactive approach to board business
- Ability to motivate and engender respect
- Negotiating and communication
- Impartiality and integrity
- Interpersonal - the ability to develop good relations inside and outside the trust port
- Ability to work as a team member/supportive of colleagues
- Ability to make a constructive contribution to group discussion - clear expression of ideas
- Analytic approach to problem solving
- Ability to formulate strategy
- Grasp of priorities

##### Professional skills

- Relevant and current commercial expertise
- Relevant current maritime expertise
- Health and Safety
- Management
- Public relations/community issues
- Shipping/fishing/cargo handling
- Finance/management accounting
- Leisure, boating management, voluntary, and commercial sectors
- Environmental experience and expertise
- Oil and gas and decommissioning
- Renewables

- 6.2. Candidates will be expected to show their willingness for public service, and those with a keen interest in the business of the Port and the start up of this new authority.
- 6.3. Initial appointments will be for one, two, or three year duration so starting a rotation of appointment. Thereafter appointments will be for a three-year term.
- 6.4. Having a mix of established and new Board of Management Members will be key to achieving good governance because of the benefit from both experience and new ideas.

The in-depth knowledge and understanding of experienced board members will be vital. However, new members may bring a different perspective that can help the board to evolve over time.

- 6.5. Achieving the right mix of experience and new perspectives will also influence future board recruitment priorities. For example, the retirement of a board member with specific technical knowledge/skills may lead to a priority being set to encourage candidates with these qualities to apply in order to fill the gap that will be caused by that retirement. Recruitment priorities such as this can also apply to other specialised or general governance knowledge/skills, local knowledge or diversity factors that help the Board of Management to reflect the community it serves.

## **7. Benefits of a Consistent Process**

- 7.1. Oban Port Authority will aim to establish a clear, fair and consistent process for the recruitment of board members irrespective of the board membership category being pursued. Having a process that treats all candidates equally will enable Oban Port Authority to:

- a) Achieve a fair and consistent approach to Board of Management recruitment.
- b) Assist prospective Members in understanding the role, responsibilities and conduct requirements of the Board of Management.
- c) Ensure that Oban Port Authority recruits Board Members who best meet the recruitment priorities as agreed by the board.
- d) Provide the necessary levels of support to candidates in order to ensure that no person is disadvantaged and to achieve equality of opportunity.
- e) Enhance compliance with Oban Port Authority Rules, other policies, regulatory requirements and the law.

## **8. Advertising of Roles**

- 8.1. It is expected that roles will be filled from advertising:

- in the local and national press;
- online (through LinkedIn and other relevant professional portals);
- through the British Ports Association.

## **9. Appointments Panel**

- 9.1. An initial appointments panel will be established to ensure a fair and balanced recruitment process. The appointments panel will meet to short list, interview and appoint candidates, as outlined in Appendices 2 and 3 to this document. All vacancies will be filled against the job description as shown in Appendix 4 to ensure the correct balance of skills and competencies across the board.

- 9.2. OCHDA has already made preliminary enquiries with prospective members of the Interview Panel and organisations which might be included. Thus far the list includes the British

Ports Association, Transport Scotland, Northern Lighthouse Board, CMAL, CFL, Argyll and Bute Council, Police Scotland, Tesco, other Trust Ports and community groups. For GDPR reasons, and also to protect the identity of the individuals involved, we are unable to disclose any additional details at this time.

## **10. Stage 1: Recruitment Pack to Candidates**

- 10.1. Prospective board members will be issued a recruitment pack, consisting of the following:
- a) A copy of the Modern Trust Ports for Scotland Guidance for good governance publication;
  - b) A Board Member Role Description. (Appendix 5);
  - c) A link to the Modern Trust Ports of Scotland good guidance publication.;
  - d) A link to the Port Marine Safety Code document;
  - e) A copy of the Harbour Order which established Oban Port Authority (or draft as appropriate);
  - f) A Board of Management Member Application Form (Appendix 6), which asks for information relating to the candidate's eligibility to become a Board Member, including details of their relevant knowledge, experience and skills.
- 10.2. All application forms are to be received prior to the vacancy closing on the specified date on the job advert.

## **11. Stage 2: Short-listing applicants**

- 11.1. All applications forms received by the closing date will be considered by the Appointments Panel from which a short list will be created taking into account the following:
- a) the applicant's relevant skills and experience to be a board member broadly using the following criteria set out on the application form;
  - b) the applicant's match with the required skills required for vacant board positions;
  - c) the contribution likely to be made by the applicant, in the light of the knowledge, experience, skills and personal qualities sought by Oban Port Authority.
- 11.2. Where 2 candidates have the same specialised / professional skill sets where only one is required the shortlist will be based on additional skills and experience demonstrated in the application form.

## **12. Stage 3: Interview & Appointing**

- 12.1. The Appointments Panel will meet with all short listed applicants to interview them for the role. All applicants will be asked the same set of questions. The appointment panel will reach a consensus on which applicant best meets the needs of the role description.
- 12.2. Once all interviews are complete, applicants will receive written confirmation of their appointment from the appointments panel by a set date. Where requested feedback can be provided for successful / unsuccessful applicants.

### 13. **Equal Opportunities**

13.1 We will strive to achieve equality of opportunity and treatment in all that we do. We will do this irrespective of any protected characteristic a person might have or be perceived to have. Section 4 of the Equality Act 2010 specifies nine protected characteristics:

- Age
- Disability
- Marriage and civil partnership
- Pregnancy and maternity
- Race
- Religion or belief
- Gender (referred to as “sex” in the Act)
- Gender reassignment
- Sexual orientation

13.2 We will consider the needs of hard to reach groups and will make reasonable adjustment, if possible, to assist people to apply to join the Board and play an active role once appointed.

### 14. **Data Protection**

14.1. General Data Protection Statement **to be added**

## Appendix 1: OCHDA DOCUMENT G1(2)

### TRUST PORT BOARD AND CEO RESPONSIBILITIES

As laid down in PMSC and Guidance on Good Governance document

Blue=Board

Cerise=CEO/HM

General Duties and Powers	Specific Duties and Powers arising from these
<p><b>Safe and efficient port marine operations</b></p> <p><i>Harbour Authorities should provide users of the harbour with enough information about conditions in the harbour (depths, nav info, LNTMs etc.) and direct maritime operations within the harbour (nav aids, harbour directions, LPS etc.) to ensure safe and efficient port marine operations.</i></p> <p><i>Open Port Duty should be maintained at all times</i></p>	<p>Maintenance of a Marine Safety Management System (MSMS), including co-ordination of CERS, incident reporting, web and other information services.</p> <p>Statutory functions carried out on behalf of a Harbour Board/Duty Holder by the <b><u>Harbour Master</u></b>:</p> <ul style="list-style-type: none"> <li>• General Harbour Directions</li> <li>• Special Harbour Directions</li> <li>• Management of emergencies</li> <li>• Port Control &amp; vessel movement               <ul style="list-style-type: none"> <li>◦ VHF licenses</li> <li>◦ VHF radio watch</li> </ul> </li> <li>• Regulated navigation zones               <ul style="list-style-type: none"> <li>◦ Advisory control of harbour approaches</li> </ul> </li> </ul> <p><u>Management of Navigation:</u></p> <ul style="list-style-type: none"> <li>• Local Port Service measures:</li> <li>• Monitoring of and communications with port traffic</li> </ul>

<p><b>Safe and efficient port marine operations</b> (Cont'd)</p>	<ul style="list-style-type: none"> <li>• Vessel movements/berth allocation/Port Control <ul style="list-style-type: none"> <li>◦ VHF radio watch</li> <li>◦ CCTV/Plotting &amp; recording system &amp;</li> </ul> </li> <li>• Anchorages &amp; moorings</li> <li>• Seasonal small boat channel &amp; buoyage</li> <li>• Met/Notices to Mariners/other info. services</li> </ul>
<p><b>Governance/Harbour Authority Powers</b></p> <p><i>Harbour Authority responsible for the “improvement, maintenance and management” of the port</i></p> <p>Fiduciary duties</p> <p>Monitoring Consultation Licensing Administration</p>	<p>Role of Duty Holder (collective role of the Trust Board or CEO - still to be decided)</p> <p>Appointment of CEO/Harbour Master &amp; Harbour Staff, inc seasonal/part-time staff</p> <p>Appointment of Designated Person:</p> <p>Setting and collection of harbour dues Maintaining accounts and annual reporting Monitoring and allocation of capital &amp; reserves for:</p> <ul style="list-style-type: none"> <li>• Maintenance &amp; repairs</li> <li>• Future investment/improvements</li> <li>• Capital Grant repayments/Interest</li> </ul> <p>Monitoring of bye-laws/harbour directions compliance and enforcement (see Revising Powers below) Consultation with stakeholders – Port User Group/Stakeholder Group Licensing of small boats/commercial craft (subject to agreed delegation of this function within harbour authority area from Local Authority iaw MGN 280)</p>

<p><b>Conservancy Duty</b></p> <p><i>A Harbour Authority has a duty to conserve the harbour so that it is fit for use as a port. The Harbour Authority also has a duty of reasonable care to see that the harbour is in a fit condition for a vessel to be able to use it safely.</i></p>	<p><u>Hydrography</u> – regular survey requirement* – maintenance of hydrographic records – charting requirements * 3 years</p> <p><u>Surveying</u> - Promulgation of survey &amp; navigational information – navigation marks:</p> <ul style="list-style-type: none"> <li>• Co-ordination with “nested” SHAs</li> <li>• Service Level Agreement with NLB</li> </ul> <p><u>Dredging</u> – monitoring of channels or fairways – provision of safe berthing:</p> <ul style="list-style-type: none"> <li>• Maintenance dredging</li> <li>• For Works Orders submitted by harbour authority</li> <li>• Co-ordination with other SHA Works Orders</li> </ul> <p><u>Aids to Navigation</u> – Buoyage - Local Lights Authority (LLA) responsibilities:</p> <ul style="list-style-type: none"> <li>• SLA with NLB for harbour area</li> </ul> <p><u>Wrecks</u> – charting, warning &amp; wreck removal</p> <p><u>Regulation of harbour works</u> – co-ordination of all Works Orders submitted, or licensing to ensure safe navigation is not adversely affected</p>
<p><b>Revising Duties &amp; Powers</b></p> <p><i>Harbour Authorities should consider what legal powers and duties they have or should seek in order to promote navigation safety.</i></p>	<p>Risk Assessment</p> <p>Full Safety Assessment (FSA – VTS/LPS if required)</p> <p>Regular review of harbour legislation</p> <p>Regular review of Bye-laws &amp; Harbour Directions</p>

<b>Environmental Duty</b>	<p>As required by existing regulations - SEPA, Local Authority - Marine Protected Areas etc.</p> <p>Maintenance of appropriate plans – eg. Harbour Authority's contribution to existing Oil Pollution Plans.  .Co-ordination role with other SHAs, and with Local Authority</p>
<b>Civil Contingencies Duty</b>	<p>Harbour Authorities considered to be a “category 2” responder, therefore likely to act as a “co-operating body” with the Local Authority. This role is carried out by the Harbour Master.</p>

## **Appendix 2: OCHDA DOCUMENT G3(2) Trust Port Board selection panel**

### **Panel construction**

Initial Selection Panel of 5, with set minimum of 3

Proposed criteria for structure & membership of the panel

### **From OCHDA Management Committee/working groups**

Two people providing some of:

- Local knowledge
- Other port board experience
- Public service management
- Personnel management
- Understanding of issues in harbour management
- Business strategy/development
- Trust Port guidance

### **From OBMG/Stakeholders or OBMG**

Two people from OBMG/Stakeholder group providing some of:

- Harbour management knowledge
- Port safety knowledge
- Public service management
- Finance/accounting
- Personnel management
- Business strategy/development
- Port users' experience
- Understanding of town's dependence on the port

### **Independent local/regional business**

One person providing some of:

- Large company board experience
- Other port board experience
- Public service management
- Finance/accounting
- Personnel management
- Business strategy/development
- HR skill
- Legal
- IT
- Civil engineering

## Application form to assist selection of initial recruitment panel

### Personal information to assist in selection of the Interview Panel

Please only fill in what you feel comfortable to be disclosed within a small group, to aid the balanced selection of panel members. This information will then be deleted. Please return to xxxxxx as lead of the OCHDA Board working group. You may want to have a look at this Transport Scotland document sections 2.5 to 2.7 [j249946-04 \(transport.gov.scot\)](#)

Title                      First Name    Surname  
Address & Post Code

Email  
Mobile Number  
Land Number  
Preferred number and time to call

Please indicate more recent career positions, or within the voluntary sector, that were held and involved selection of personnel and interviewing experience. Please give a brief description

You may have some of the skills or knowledge that the Board will require. Please rank those you possess on the list below, with 1 being the skill you have most of.

Rank Number

- Management of Harbours
- Shipping / Transport industry
- Finance
- Laws of Scotland
- Safety and its legislation
- Business Management and Strategy
- Environmental matters pertaining to Harbours and foreshore
- HR and people management
- Commercial Marketing & IT
- Civil engineering and Project Development
- Administration
- Maritime Experience
- Local government or Local Community Bodies

In relation to the ranked items above briefly explain how you acquired and used that skill or knowledge.

Please write a short statement about your abilities, within a group function, to judge applicants paperwork and in person; against a skill set and competencies to merit Board membership.

Please add, if you want, any other experiences that you have attained that may assist yourself or the panel in the task of appointing Board members.

## **Appendix 3: OCHDA DOCUMENT G3(3)**

### **Interviewing Candidates: guidance for selection panel**

#### **Be prepared**

Before the interview think about the following areas to help you focus on the most important aspects of the interview:

- What are the essential/important qualities or capabilities that you need?
- What kind of person would make a good fit?
- Review the candidate's application and highlight relevant experience.
- What concerns could you have about the candidate's application and why?
- Make sure that you are clear on the interview process time scales so you can effectively manage candidate expectations

#### **First Impressions**

Check:

- Is the room clean and tidy
- Are water/refreshments available
- Arrange no interruptions (phones/emails)

Put the candidate at ease by being welcoming, engaging, open and honest

#### **Bring the role to life for the candidate**

Insert background to Oban Port Authority – Something similar from Montrose Document?

#### **Interview tips**

- It's a two-way conversation
- Allow the candidate to do most of the speaking by demonstrating active listening (70:30 rule: you listen 70% of the time, speak 30%)
- If the candidate digresses from the question, politely bring them back on topic
- During the interview try to make observations and spot any patterns/themes.

Ideally candidates should have experience of or skills in the following:

- management of harbours;
- shipping or other forms of transport;
- The fishing industry
- usage of port facilities;
- industrial, commercial and financial;
- administration;
- the organisation of employees;
- sailing and other water-related activities;
- navigation
- financial management;
- Personnel management
- the laws relating to Scotland;
- safety management;
- commercial marketing;
- information technology;
- environmental matters affecting harbours;
- civil engineering;
- local government and local community interests;
- any other skills and matters considered from time to time by the Authority to be relevant to the discharge by them of their functions;

## **Be Aware of Bias**

The following article includes some guidance on bias and how to overcome in the recruitment process

<https://resources.workable.com/tutorial/how-to-conduct-an-interview>

Drawing on a range of research, Anderson and Shackleton summarise the common weaknesses of interviews:

- Self-fulfilling prophecy effect - asking questions designed to confirm initial impressions of candidates gained either before the interview or in its early stages.
- Stereotyping effect - assuming that some characteristics are typical of members of a particular group. In the case of sex, race, disability, marital status or ex-offenders, decisions made on this basis are often illegal. However, the effect occurs in the case of all kinds of social groups.
- Halo and horns effect - Once rated candidates as 'good' or 'bad' in some aspects, interviewers often replicate this judgement across the board, reaching unbalanced decisions.
- Contrast effect – allowing the experience of interviewing one candidate to affect the way they interview others who are seen later in the selection process.
- Similar-to-me effect - giving preference to candidates they perceive as having a similar background, career history, personality or attitudes to themselves.
- Personal liking effect - making decisions on the basis of whether they personally like or dislike the candidate.

## **Legal**

- Ask the same questions to each candidate being interviewed for the same position
- Questions focus on the attributes and behaviours needed in the job
- Take good quality notes during the interview, including examples and reactions for important points; your notes should accurately reflect what the candidate has said. If you were to be questioned over a selection decision, your notes will be used as evidence to show you have followed a fair and consistent process for all candidates considered for the same role
- Reasonable Adjustments for those with a disability
- Candidates have the right to request their interview notes under section 7 Data Protection Act 1998 (DPA)

The following **questions** are examples of those **which should be avoided** as such lines of questioning will provide candidates with evidence to support a discrimination claim

- × Are you married?
- × How old are you?
- × What is your date of birth?
- × How many children do you have?
- × What does your husband / Wife / Partner do?
- × What does your husband / Wife / Partner think of you applying for this role?
- × What church do you go to?
- × How would you feel about managing younger people?
- × And how many more years do you see yourself working?
- × When are you planning to retire?
- × Where do you come from?
- × Which political party do you belong to?

## Appendix 4: OCHDA DOCUMENT G3(4) Oban Port Authority - Board Member Job Description

### Overview:

The role of the Oban Port Authority board will be to ensure that best use is made of the assets of the Port, now and for the future. It will do this by providing strategic direction and independent oversight and constructive challenge to the Executive in order to ensure maintenance of a cost-effective and accountable service to port users.

The Board's principal duties include monitoring performance, preparing a Development Strategy and an annual Business Plan for the port, providing statutory annual reports, monitoring compliance with the Port Marine Safety Code and consulting harbour users and other stakeholders.

Board members will use their skills and experience for the long-term benefit of the port and must be committed to working in its best interests rather than for any particular stakeholder group.

Board members should be familiar with the workings of a harbour and its operational environment and, as a collective body, require to have special knowledge, experience and ability in a broad and complementary range of matters as specified in the Oban Port Authority Harbour Order 2021 which are relevant to the efficient and economic discharge of the Board's functions.

### Reports to:

The Chairperson / Vice Chairperson

**Typical duties** of Board members involve, but are not limited to, the following.  
Board members will:

#### General Strategy & Governance

Define the purpose and values of the port.

Provide governance, control and risk management

Shape strategy and prepare an annual strategic plan based upon options presented from the Executive Team and on recommendations derived from Board members' individual experience

Set key measures for business performance, ensuring that the port does not breach or fail to discharge legal and fiduciary duties.

Monitor the performance of the business in executing the approved Strategic Plan and key performance measures.

Maintain a register of Members' interests

Finance and Reporting
Approve annual budgets
Ensure adequate funding is available to repair and replace critical assets
Appoint an audit committee to review annually internal control and to appoint external auditors
Publish an annual report and accounts

Health & Safety
<ul style="list-style-type: none"><li>• Ensure adherence to all current Health &amp; Safety legislation and each member of the board will accept responsibility and Duty Holders as defined by the Port Marine Safety Code</li><li>• Appoint a designated person to audit and report on PMSC compliance</li></ul>

Personal
Declare any conflict of interest
Acquire a proper understanding of the business
Act independently and in good faith in the best interests of the port and all its stakeholders
Ensure that all their actions and the operation of the port are undertaken within the statutory framework
Support the executive team

**Appendix 5: OCHDA DOCUMENT G3 (5)  
Board Member Application Form**

REFERENCE:

LOGO

Prior to filling in this form please read the accompanying information and complete the form electronically or print clearly using dark ink. You may also attach a relevant up to date CV.

**PERSONAL DETAILS**

Title	First Name	Surname
Address for Correspondence		
Post Code	e-mail (if applicable)	
Telephone (Daytime)	Telephone (Evening)	
Telephone (Mobile)		

**CURRENT/MOST RECENT EMPLOYMENT (OR OTHER ACTIVITY)**

Position held
Name of employing organisation (if applicable)

**CONFLICT OF INTEREST**

Are you aware of any possible conflict of interest which might arise, either personally, in relation to your employment or in relation to your connections with any individual or organisation?

Conflicts of interest are not normally a barrier to appointment as long as they are appropriately managed and/or resolved and this will be explored at interview.

Yes

No

## SKILLS AND EXPERIENCE

Please signify by ranking in importance by numbering 1,2,3 which of the following skills or experience you consider qualify you for consideration for appointment:

• Management of harbours	• Shipping or other transport modes	• Financial management
• The laws relating to Scotland	• Safety or Human Resource Management	• Commercial marketing or information technology / social media
• Environmental matters affecting harbours	• Local government and local community interests	

In relation to the above please describe how you have obtained and demonstrated these skills and experience (using current or previous employment, education, professional qualifications, board experience etc) showing a proven track record in your chosen profession or other activities.

1	
2	
3	

With reference to your professional and personal circumstances please describe your specific experiences in the following areas, including how recently and in what capacity you acquired your knowledge and also how often you applied this.

Knowledge and interest in the local and wider community and the economic and social context within which the port operates.

--

The ability to analyse problems and assess evidence with impartiality, to set strategic direction and critically assess opportunities and risks.

--

Describe briefly the most challenging problem with practical implications which you have faced, and what you personally contributed to its solution.

--

Describe a group situation in which you had to balance either your strongly held views or your specialist skills against wider or contrary considerations. What impact did 'other' views have on you and your views on them?

#### OTHER RELEVANT INFORMATION RELATING TO YOUR APPLICATION

#### DECLARATION

I have read the information provided about these appointments. In addition to the information requested, I have enclosed any other information which is relevant to my suitability as a public appointee. I confirm that to the best of my knowledge the information which I have provided whether in this form or in any accompanying papers is accurate and not misleading. I realise that failure to disclose relevant information or the provision of inaccurate or misleading information may result in an appointment being summarily terminated.

Signature

Date

## Appendix 6: OCHDA DOCUMENT G3 (6)

### Interview Assessment Form – Oban Port Authority

Candidate Name:

Date & Time of  
Interview

Appointments Panel:

#### Section 1 – Introductions, explain format, review application form.

Comments / Questions regarding application form...

#### Section 2 – Motivation Questions

What do you know about the Port of Oban? Oban has operated as a port for many years without a single authority why should it need one now?

Comments

Excellent  
Good  
Satisfactory  
Poor

Board members bring experience, strategic thinking and wisdom to the table. Can you tell us about yours?

Comments

- Excellent
- Good
- Satisfactory
- Poor

What do you consider to be role on this board? How would you seek to clarify this role, if unclear?

Comments

- Excellent
- Good
- Satisfactory
- Poor

**Section 3 – Working with others**

What experience do you have of working within a committee or a group like a Board? What difficulties or tensions did you face and how did you overcome these?

Comments

- Excellent
- Good
- Satisfactory
- Poor

How do you approach building new relationships with people, can you give an example of when you have done this?

Comments

Excellent  
Good  
Satisfactory  
Poor

#### **Section 4 – Strategy, Direction & Governance**

Who do you see as our main stakeholders? When have you had to decide between the demands of different stakeholders which might be competing with each other's?

Comments

Excellent  
Good  
Satisfactory  
Poor

What are the biggest opportunities / Challenges facing Oban Port Authority right now?

Comments

Excellent  
Good  
Satisfactory  
Poor

What do you think the role of a statutory duty holder entails for the Board? When have you had to operate within a legal or statutory framework, what considerations did you have?

Comments

Excellent  
Good  
Satisfactory  
Poor

What do you think that the Boards role is in relation to development of strategy? How do you think the board should engage with the executive management on this process?

Comments

Excellent  
Good  
Satisfactory  
Poor

## **Section 5 – Closing**

Potential conflicts of interest?

Time Commitment or other factors in this developmental role?

Is there anything we didn't ask you that you wanted to talk to us about?