

Governance at John Lewis (Waitrose)

The ultimate purpose of the John Lewis Partnership is defined in our Constitution as 'the happiness of all its members through their worthwhile and satisfying employment in a successful business'. The Constitution clearly defines how we should behave towards each other, our customers, our suppliers, the wider community, and the environment.

From these provisions we have developed sustainability programmes and governance structures, headed by our Director of Personnel, Tracey Killen, who has principal responsibility for managing and co-ordinating sustainability in the Partnership. Operational management responsibility for sustainability is delegated from the Chairman to the Managing Directors of John Lewis and Waitrose, who in turn impose responsibility on individual Board members.

Governing authorities

At the top level, the Partnership has three governing authorities: the Partnership Council, the Partnership Board, and the Chairman.

The Partnership Council is unique in corporate governance: directly elected by Partners, it holds the Chairman and executives to account and appoints five directors to the Partnership Board. The Chairman appoints five executives to the Board: the Managing Director of John Lewis and Waitrose, the Finance Director, the Director of Personnel and the [Partners' Counsellor](#). The Board also has three external non-executive Directors, one of whom is the non-executive Deputy Chairman.

Partnership Council

The Partnership Council embodies our democratic structure. Representing Partners as a whole most of its members are elected by Partners. Its main role is to hold our management to account, to influence policy and to make key governance decisions.



Partnership Council has the power to discuss, to ask questions, and to make recommendations on any subject and elects five directors to the Partnership board.

The Council has the ultimate power of dismissing the Chairman if he fails to fulfil his responsibilities. The Council has an important role in influencing Partnership policy and how our profits are spent, particularly on things that affect Partners directly, like pay, pensions and discount policies.

The Chairman appears before the Council twice a year to report and answer questions on his running of the Partnership.

Partnership Board

The John Lewis Partnership board is responsible for the proper management of the Partnership's commercial activity. Members of the Partnership Board include the Chairman, five directors appointed by the Chairman, five directors elected by the Partnership Council who provide a direct link with the Partnership's democratic structure and three non-executive directors.

Chairman

The Chairman has personal responsibility for ensuring that the Partnership retains its distinctive character and democratic vitality.



He is also ultimately accountable for the Partnership's commercial performance and is responsible for developing a business strategy which ensures the long-term sustainability of the Partnership in a competitive environment. His democratic and commercial roles come together when he appears twice a year at the Partnership Council to report on the performance of the trading divisions and on responses to the annual Partner Survey, to set out strategic goals and to answer questions from elected representatives.

Charlie Mayfield became the Partnership's fifth Chairman in March 2007. He joined the Partnership in 2000 as Head of Business Development, responsible for business strategy and development for both John Lewis and Waitrose.

Steering groups

Our Partners work together, learning from each other to create the best possible outcome. Cross functional steering groups focus on key cross-divisional issues such as the Partnership's Environmental Steering Group and the Partnership and divisional Community Investment Committees. These are supported by more action focused working groups, such as the waste working group, that encourage practical solutions, innovation and delivery in line with our broader strategic aims.

In Waitrose, a Management Board Director is responsible for each of the four pillars of [the Waitrose way](http://www.waitrose.com) (www.waitrose.com) and this topic forms part of the Management Board's core agenda.

In John Lewis, the Bringing Quality to Life Steering Group, chaired by the Head of Brand Development, supported by working groups focused on each pillar of [Bringing Quality to Life](http://www.johnlewis.com) (www.johnlewis.com), is responsible for defining and driving delivery of the plan. This group reports to the John Lewis Management Board through the Buying and Brand Director.