

EXTRA ORDINARY COUNCIL OF GOVERNORS MEETING
Unconfirmed Minutes of the meeting held on 23rd March 2021 at 17:30

| | | | |
|-----------------------|---------------------------|--|-----|
| Present: | John MacDonald | Chair | JM |
| | Ann Mackie | Public Governor | AM |
| | Councillor David Walters | Appointed Governor | DaW |
| | Councillor Kevin Rostance | Appointed Governor | KR |
| | Councillor Craig Whitby | Appointed Governor | CrW |
| | David Ainsworth | Appointed Governor | DA |
| | Ian Holden | Public Governor | IH |
| | John Wood | Public Governor | JW |
| | Kevin Stewart | Public Governor | KS |
| | Martin Stott | Public Governor | MS |
| | Nikki Slack | Appointed Governor | NS |
| | Paul Baggaley | Public Governor | PB |
| | Philip Marsh | Public Governor | PM |
| | Jacqueline Lee | Staff Governor | JL |
| | Lawrence Abrahms | Public Governor | LA |
| | Sue Holmes | Public Governor | SuH |
| | | | |
| In Attendance: | Shirley Higginbotham | Director of Corporate Affairs | SH |
| | Tim Reddish | Non-Executive Director and Senior Independent Director (Acting Chair) | TR |
| | | | |
| Observer: | None | | |
| | | | |
| Apologies: | Ben Clarke | Staff Governor | BC |
| | Gerald Smith | Public Governor | GS |
| | Jayne Revill | Staff Governor | JR |
| | Lawrence Abrams | Public Governor | LA |
| | Roz Norman | Staff Governor | RN |
| | Maxine Huskinson | Public Governor | MH |
| | | | |
| Absent: | Councillor Michael Brown | Appointed Governor | MB |
| | Dean Whelan | Public Governor | DeW |
| | Richard Boot | Staff Governor | RB |

The meeting was via video conference. All participants confirmed they were able to hear each other and were present throughout the meeting, except where indicated.

| Item No. | Item | Action | Date |
|---------------|---|--------|------|
| 21/305 | CHAIR'S WELCOME, APOLOGIES FOR ABSENCE AND QUORACY CHECK | | |
| 1 min | <p>The meeting being quorate JM declared the meeting open at 17:30. The meeting was held by video conference. All participants confirmed they were able to hear each other.</p> <p>It was CONFIRMED that apologies for absence had been received from:</p> <p>Gerald Smith - Public Governor Jayne Revill - Staff Governor Lawrence Abrams - Public Governor Roz Norman - Staff Governor</p> | | |
| 21/306 | DECLARATIONS OF INTEREST | | |
| 1 min | <p>JM declared his interest in the agenda item being discussed and it was agreed he would leave the meeting prior to the discussion.</p> <p>There were no declarations of interest pertaining to any items on the agenda.</p> | | |
| 21/307 | APPOINTMENT OF VICE CHAIR AS INTERIM CHAIR | | |
| 17.37 | <p>JM introduced the paper and thanked the Council for their support during his current tenure; he described his rationale for accepting the role at University Hospitals Leicester. IH congratulated the Trust on achieving the HSJ award for Trust of the Year and expressed some concerns regarding quality staff being poached by other organisations due to the high reputation and profile of the Trust.</p> <p>JM left the meeting</p> <p>SH reminded Council of the confidentiality of the paper.</p> <p>TR presented the paper on behalf of the Remuneration Committee, which recommended to Council the approval of the appointment of Claire Ward, Vice Chair to the post of Interim Chair for a period of 12 months.</p> <p>SuH confirmed to Council the Committee had discussed the paper and recommended for approval.</p> <p>PB asked Council to record he would be abstaining from the decision as due to personal circumstances he had been unable to fully undertake the duties of public governor until very recently.</p> <p>IH asked if Governors could receive assurance regarding executives' dual roles and if there was a plan to consider these further.</p> <p>SH informed Council from a personal point of view there was a lot of learning to be gained and shared from dual roles, but understood Council's concerns.</p> | | |

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| | <p>KS expressed concern if the Trust was to go back to a situation where a number of roles on the Board were interim.</p> <p>MS suggested the back fill for CW was considered very soon as the Board were now one NED down.</p> <p>SH informed Council CW and the Board were considering the appointment of a specialist advisor/associate NED to support Board in the first instance.</p> <p>Council APPROVED the recommendation of the Remuneration Committee to appoint Claire Ward, Vice Chair to the role of Interim Chair for a period of 12 months.</p> | | |
| 21/308 | DATE AND TIME OF NEXT MEETING OF COUNCIL OF GOVERNORS | | |
| | <p>Date: Tuesday 11th May 2021 Time: 17:30 Venue: MS Teams</p> <p>There being no further business the Chair declared the meeting closed at 17.54</p> | | |
| | <p>Signed by the Chair as a true record of the meeting, subject to any amendments duly minuted.</p> <p>Tim Reddish Senior Independent Director</p> <p style="text-align: right;">Date</p> | | |

| NAME | AREA COVERED | CONSTITUENCY | FULL COG MEETING DATES | | | | EO COG | TERMS OF OFFICE | DATE ELECTED | TERM ENDS |
|---------------------------|------------------------------------|--------------|------------------------|------------|------------|------------|--------|-----------------|--------------|-----------|
| | | | 11/08/2020 | 28/09/2020 | 10/11/2020 | 09/02/2021 | | | | |
| Ann Mackie | Newark & Sherwood | Public | P | X | P | P | P | 3 | 01/05/19 | 30/04/22 |
| Belinda Salt | Mansfield | Public | P | X | P | X | | 3 | 01/05/19 | 30/04/22 |
| Ben Clarke | King's Mill Hospital | Staff | P | X | X | P | A | 3 | 01/09/19 | 31/08/22 |
| Councillor Craig Whitby | Mansfield District Council | Appointed | P | A | A | A | P | 4 | 21/05/19 | 31/05/23 |
| Councillor David Walters | Ashfield District Council | Appointed | P | P | P | P | P | 1 | 23/04/20 | 31/05/21 |
| Councillor Kevin Rostance | Nottinghamshire County Council | Appointed | | | P | X | P | | 15/10/20 | 31/05/21 |
| Councillor Michael Brown | Newark & Sherwood District Council | Appointed | X | A | X | X | X | 1 | 18/05/20 | 31/05/21 |
| David Ainsworth | Mansfield & Ashfield CCG | Appointed | P | P | P | P | P | N/A | 20/02/20 | N/A |
| Dean Whelan | Mansfield | Public | A | A | X | X | X | 3 | 01/09/22 | 31/08/22 |
| Gerald Smith | Mansfield | Public | X | X | A | P | A | 3 | 01/05/19 | 30/04/22 |
| Ian Holden | Newark & Sherwood | Public | P | P | P | P | P | 3 | 01/05/19 | 30/04/22 |
| Jacqueline Lee | Newark Hospital | Staff | P | P | X | P | P | 3 | 01/05/19 | 30/04/22 |
| Jane Stubbings | Ashfield | Public | P | A | | | | 3 | 01/11/17 | 31/10/20 |
| Jayne Revill | King's Mill Hospital | Staff | X | X | A | X | A | 3 | 01/05/19 | 30/04/22 |
| John Wood | Mansfield | Public | P | P | P | P | P | 3 | 01/05/19 | 30/04/22 |
| Kevin Stewart | Ashfield | Public | P | P | P | P | P | 3 | 01/05/19 | 30/04/22 |
| Lawrence Abrams | Rest of East Midlands | Public | P | P | A | P | P | 3 | 01/05/19 | 30/04/22 |
| Martin Stott | Newark & Sherwood | Public | P | P | P | P | P | 3 | 01/05/19 | 30/04/22 |
| Maxine Huskinson | Ashfield | Public | | | P | P | A | 3 | 01/11/20 | 31/10/23 |
| Nikki Slack | Vision West Notts | Appointed | X | P | P | P | P | N/A | 17/07/19 | N/A |
| Paul Baggaley | Newark & Sherwood | Public | | | P | A | P | 3 | 01/11/20 | 31/10/23 |
| Philip Marsh | Ashfield | Public | P | P | P | P | P | 3 | 01/05/19 | 30/04/22 |
| Richard Boot | Newark Hospital | Public | P | X | P | X | X | 3 | 01/05/19 | 30/04/22 |
| Roz Norman | King's Mill Hospital | Staff | P | P | A | P | A | 3 | 01/05/19 | 30/04/22 |
| Sue Holmes | Ashfield | Public | P | P | P | P | P | 3 | 01/11/20 | 31/10/23 |

P = Present
A = Apologies
X = Absent