

Council of Governors

Subject:	Report of the Governor Nomination and Remuneration Committee	Date: 8 th February 2021		
Prepared By:	Shirley A Higginbotham, Director of Corporate Affairs			
Approved By:	Shirley A Higginbotham, Director of Corporate Affairs			
Presented By:	Shirley A Higginbotham, Director of Corporate Affairs			
Purpose				
To inform the Council of Governors of the proposals agreed at the Governor Nomination and Remuneration Committee held on 1 st February 2022			Decision	
			Approval	x
			Consider	
			Assurance	
Strategic Objectives				
To provide outstanding care	To promote and support health and wellbeing	To maximise the potential of our workforce	To continuously learn and improve	To achieve better value
X	X	X	X	
Overall Level of Assurance				
	Significant	Sufficient	Limited	None
	X			
Risks/Issues				
Financial	N/A			
Patient Impact	N/A			
Staff Impact	N/A			
Services	N/A			
Reputational	N/A			
Committees/groups where this item has been presented before				
Executive Summary				
<p>Non-Executive Directors are appointed for terms of office of a maximum of three years in accordance with Trust's Constitution.</p> <p>Neal Gossage has been a Non-Executive Director since May 2015, his tenure was renewed for 12 months by the Council of Governors on 9th February 2021 for a period of 12 months to 30th April 2022. Neal has informed the Chair of the Trust he does not wish for his tenure to be renewed further and will cease his role as Non-Executive Director on 30th April 2022.</p> <p>Neal is the Chair of the Finance Committee and a member of People, Culture, and Improvement Committee. He has played a key role in the Trusts improvement journey and we wish him well for the future.</p> <p>This will mean the Trust will have a Non-Executive Director vacancy, It is therefore necessary for the Council of Governors to consider the recruitment process to the role of Non-Executive Director.</p> <p>The Council of Governors Nominations Committee should considered:</p> <ul style="list-style-type: none"> the skills knowledge and experience of the current board and identify any skill gaps; the knowledge, skill and experience requirements for the appointment of the upcoming vacant non-executive directors, taking into account future requirements; 				

- Neal is a qualified accountant, Committee should therefore consider recruiting for a qualified accountant to build resilience on the Board. It is a statutory requirement for a qualified accountant to chair the Audit and Assurance Committee, this is currently chaired by Graham Ward, who is qualified, however there are no other non-executive directors who are qualified accountants.

Job Description

In preparation for the recruitment process to secure the commencement of a new Non-Executive Directors Committee is asked to consider and approve the Job Description shown at Appendix 2.

Remuneration

In September 2019 NHSE/I issued a revised structure to align the remuneration for chairs and non-executive directors of NHS trusts and NHS foundation trusts.

For Sherwood Forest Hospitals NHS Foundation Trust, as a foundation trust it is for the Council of Governors to determine the remuneration for the chair and non-executive directors.

The aim of the revised structure is to reduce disparities between remuneration of chairs and non-executive directors of NHS trusts and NHS foundation trusts.

The revised structure does acknowledge that within foundation trusts it is for the Council of Governors to determine the remuneration of the Chair and Non – Executive Directors they retain the prerogative to operate outside of the framework on a ‘comply or explain’ basis. However, the implementation process of the structure also states that in the interests of promoting and maintaining consistency and fairness across the provider sector, it is reasonable to expect foundation trusts will work within the ranges.

A report was presented to Committee with regard to the revised structure where it was agreed changes would be made to remuneration at the time of appointment or re-appointment, therefore it is proposed to increase the remuneration for the new NEDs from the previously agreed remuneration of £12,641 to the recommended £13,000 in line with the recommendations of NHSE/I.

It is expected that the new structure will be implemented by April 2022.

Proposed Recruitment Timeline

- The Remuneration and Nomination Committee reviewed the Job Description, Person Specification, remuneration and proposed timeline and recommend to CoG – 8th February 2022
- Advertise the role on NHS Jobs for 2 weeks
- Remuneration and Nomination Committee members to shortlist candidates – Week Commencing w/c 28th February 2022
- Interview candidates – Week Commencing 7th March 2022
- Remuneration and Nomination Committee recommend preferred candidate to Extraordinary CoG for approval of appointment – Week Commencing 14th March 2022
- Requires approval by a majority of the governors attending the meeting

Recommendation:

The Council of Governors are asked to approve the recommendation of the Remuneration and Nomination Committee to recruit a Non-Executive Director who is a qualified accountant and the proposed timeline