

19 April 2021

**Item No 12**

**Council of Governors  
Summary Sheet**

**Title of Paper:** Non-Executive Director Appraisals

**Presented By:** Mike Potts

<b>Action Required:</b>	<b>For Information</b>	<input checked="" type="checkbox"/>	<b>For Ratification</b>	<input type="checkbox"/>	<b>For a decision</b>	<input type="checkbox"/>
	<b>For Feedback</b>	<input type="checkbox"/>	<b>Vote required</b>	<input type="checkbox"/>	<b>For Receipt</b>	<input type="checkbox"/>

To which duty does this refer:

<b>Holding non-executive directors individually and collectively to account for the performance of the Board</b>	<input checked="" type="checkbox"/>
<b>Appointment, removal and deciding the terms of office of the Chair and non-executive directors</b>	<input type="checkbox"/>
<b>Determining the remuneration of the Chair and non-executive directors</b>	<input type="checkbox"/>
<b>Appointing or removing the Trust's auditor</b>	<input type="checkbox"/>
<b>Approving or not the appointment of the Trust's chief executive</b>	<input type="checkbox"/>
<b>Receiving the annual report and accounts and Auditor's report</b>	<input type="checkbox"/>
<b>Representing the interests of members and the public</b>	<input type="checkbox"/>
<b>Approving or not increases to non-NHS income of more than 5% of total income</b>	<input type="checkbox"/>
<b>Approving or not significant transactions including acquisitions, mergers, separations and dissolutions</b>	<input type="checkbox"/>
<b>Jointly approving changes to the Trust's constitution with the Board</b>	<input type="checkbox"/>
<b>Expressing a view on the Trust's operational (forward) plans</b>	<input type="checkbox"/>
<b>Consideration on the use of income from the provision of goods and services from sources other than the NHS in England</b>	<input type="checkbox"/>
<b>Monitoring the activities of the Trust to ensure that they are being conducted in a manner consistent with its terms of authorisation and the constitution</b>	<input type="checkbox"/>
<b>Monitoring the Trust's performance against its targets and strategic aims</b>	<input type="checkbox"/>

**How does this item support the functioning of the Council of Governors?**

Governors must ensure that the Trust meets its statutory objectives and operates within the best interests of the public

**Author of Report:** Amber Wild

**Designation:** Corporate Assurance Manager

**Date:** 19 April 2021

## Council of Governors

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**Date:** 19 April 2021

**Subject:** Non-Executive Directors Appraisal

**From:** Mike Potts

**Authors:** Amber Wild

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### 1. Purpose

<i>For approval</i>	<i>For a collective decision</i>	<i>To report progress</i>	<i>To seek input from</i>	<i>For information/assurance</i>	<i>Other (Please state below)</i>
				X	

### 2. Summary

The appraisal process is important to ensure that Non-Executive Directors feel motivated, well supported, and confident to deal with the many issues and challenges they will face in their role. An effective appraisal will enable non-executives to evaluate their performance, receive constructive feedback, build upon strengths, and address any areas for development. Chairs of NHS trusts are responsible for ensuring that non-executive directors receive regular appraisals of their performance, at least annually. Trusts can determine the approach to appraisal that is most relevant to their local circumstances. The SHSC framework provides principles to be used whilst ensuring context-specific issues are given due prominence. The framework is attached for reference.

### 3. Next Steps

The appraisal system for Non-Executive Directors (NEDs) consists of three parts and includes the identification of any training needs. Each part is completed by the Non-Executive Director, by the Non-Executive Director with the Chair and the Council of Governors.

Before the appraisal takes place, the Chair may seek the views of the Chief Executive and Executive Directors.

The completed appraisal is submitted to the Nominations and Remuneration Committee for review and recommendations.

The appraisal remains confidential and is only discussed with the Chair and members of the Council of Governors' Nominations and Remuneration Committee and the Non-Executive Director that has completed the questionnaire.

The schedule for the appraisals is proposed as follows:

Date	Action	By
3 weeks prior to appraisal date	Appraisal dates sent for all Non-Executive Directors	Amber Wild, Non-Executive Directors and Appraisal Panel
3 weeks prior to appraisal date	Questions sent to Governors via Qualtrics electronic survey. Paper copies to be sent to governors on request.	Amber Wild
3 weeks prior to appraisal date	Questions sent to Executive Directors via Qualtrics electronic survey	Amber Wild
1 week prior to appraisal date	Summary of responses and self-assessment questions sent to appraisee	Amber Wild
Following Appraisal	The completed appraisal is submitted to the Nominations and Remuneration Committee for review and recommendations	Chair
Following appraisal date	Non-Executive Director Appraisal Summary sent to NHS Improvement	Amber Wild

#### 4. Required Actions

The committee is asked to review and agree the proposed process and timetable for Chair appraisal process.

#### 5. Monitoring Arrangements

The Council of Governors needs to be satisfied that the Nominations and Remunerations committee have been able to undertake its delegated functions appropriately.

#### 6. Contact Details

For further information, please contact:

For further information, please contact:

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