

19 April 2021

Item No 13

Council of Governors Summary Sheet

Title of Paper: Appointment of Non-Executive Director

Presented By: Mike Potts, Chair

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

To which duty does this refer:

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

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

By ensuring the Trust Board comprises an appropriate skillset to undertake its duties.

Author of Report: David Walsh

Designation: Director of Corporate Governance

Date: 19 April 2021

Council of Governors

Date: 19 April 2021

Subject: Appointment of Non-Executive Director

From: Mike Potts, Chair

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

There are currently five Non-Executive posts on the Board, these being the Chair himself (Mike Potts) and four other Non-Executive Directors (NEDs), namely Richard Mills (Vice Chair), Sandie Keene (Senior Independent Director), Heather Smith and Anne Dray. In addition, there is one Associate Non-Executive Director, Brendan Stone.

The Trust has been carrying a vacancy for a Non-Executive Director since Olivia Blake stepped down from the role when elected to Parliament. It was proposed to fill this vacancy at the last NRC meeting in January 2021. This, and the process for the NED recruitment was reported to the Council of Governors meeting on 25th February 2021.

2.1 NED role

In accordance with arrangements in place at the time, Olivia Blake was nominated as a NED by Sheffield City Council. Legislative changes resulted in that requirement affecting Foundation Trusts no longer applying, and the SHSC Constitution has been changed to reflect this. The Trust is therefore able to appoint a NED through its own locally agreed arrangements.

The Code of Governance states that the Nomination and Remuneration Committee is responsible for the identification and nomination of non-executive directors to be appointed by the Council of Governors (COG).

2.2 NED vacancy

The Chair and NEDs, supported by the work undertaken as part of the Well-Led Development Programme, have undertaken a skills audit and sought to identify areas where there are gaps in expertise.

An area which has been identified as a gap is clinical experience. While this is well represented among the Executive Board members (both the Chief Executive and Executive Director of Nursing, Professions and Operations are by profession mental health nurses, in addition to the skills brought by the Executive Medical Director), an appointment filling this gap among NEDs would support the Board as it continues to seek to be as effective as possible.

It was therefore proposed to seek a NED who would provide this skillset.

2.4 Recruitment process

A recruitment campaign for a NED commenced on 5th March 2021 and closed on 28th March 2021. The advertising campaign involved NHS jobs, targeted social media and NHS England/ NHS Improvement Regional Programme Lead networks. Five candidates were shortlisted from 20 applications. The selection approach involved a two-stage process: presentation interviews to the Council of Governors and Board on the 7th April 2021; and individual interviews to a recruitment panel on 9th April 2021. The recruitment panel consisted of Chair, Lead Governor, two members of the NRC, a member from the Staff Network Group, and an independent expert advisor with expertise to identify whether candidates satisfy the requirements of the role. Comments and questions raised from the presentation panel were presented to the interview panel for consideration.

3. Next Steps

Olayinka (Yinka) Fadahunsi-Oluwole was selected by the panel for the role of Non-Executive Director on 9th April 2021 subject to all references and employment checks, including compliance with Fit and Proper Person requirements. Yinka is a speciality doctor in Community Paediatrics working at Sheffield Children's Hospital. She is the Clinical Audit lead for Community Paediatrics and Neurodisability.

This proposed appointment was endorsed by the Nominations and Remuneration Committee on Tuesday 13 April and is now proposed to the Council for ratification.

4. Required Actions

The Council is asked to accept the recommendation of the Nominations and Remuneration Committee to appoint Olayinka Fadahunsi-Oluwole subject to the checks identified in section 3 of this report.

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. It is the responsibility of the Director of Corporate Governance to ensure that NEDs, including Associate NEDs, meet the requirements of the Fit and Proper Persons Regulation.

6. Contact Details

For further information, please contact:

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