

# Council of Governors

## SUMMARY REPORT

Meeting Date: 18 August 2021

Agenda Item: 11

<b>Report Title:</b>	<b>Non-Executive Director Appraisals 2021</b>		
<b>Report of:</b>	Chair of Nominations and Remuneration Committee		
<b>Other Meetings presented to or previously agreed at:</b>	<b>Committee/Group:</b>	Nominations and Remuneration Committee	
	<b>Date:</b>	2 August 2021	
<b>Key Points recommendations to or previously agreed at:</b>	See below		

### Summary of key points in report

See recommendation.

### Recommendation for the Board/Committee to consider:

<b>Consider for Action</b>		<b>Approval</b>		<b>Assurance</b>	✓	<b>Information</b>	
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To assure the Council of Governors that the NED appraisals has been completed according to National Guidance and informed by stakeholder and Governor contribution, in line with locally approved processes.

### Please identify which strategic priorities will be impacted by this report:

Covid-19 Getting through safely	Yes	✓	No	
CQC Getting Back to Good	Yes	✓	No	
Transformation – Changing things that will make a difference	Yes	✓	No	
Partnerships – working together to make a bigger impact	Yes	✓	No	

### Is this report relevant to compliance with any key standards ? State specific standard

Care Quality Commission	Yes	✓	No		<b>Good Governance</b>
IG Governance Toolkit	Yes		No		

**Have these areas been considered ? YES/NO** | If Yes, what are the implications or the impact?

					If no, please explain why
Patient Safety and Experience	Yes		No	✓	<b>Not required for this purpose.</b>
Financial (revenue & capital)	Yes		No	✓	
OD/Workforce	Yes		No	✓	
Equality, Diversity & Inclusion	Yes		No	✓	
Legal	Yes		No	✓	

## Section 1: Analysis and supporting detail

### Background

- 1.1 Supporting principles within the [NHS Foundation Trust Code of Governance](#), requirements of the [provider licence](#), and the [Health and Social Care Act 2008 \(Regulated Activities\) Regulations 2014 \(regulation 5\)](#) require that individual evaluation of directors needs to take place to demonstrate that they are 'fit and proper', continue to contribute effectively, continue to demonstrate commitment and have the relevant skills for the role.
- 1.2 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 enables non-executives to evaluate their performance, receive constructive feedback, build upon strengths, and address any areas for development.

### The Appraisals

- 1.3 The annual review for the period 1 April 2020 to 31 March 2021 for five of the NEDs - Sandie Keene CBE, Richard Mills, Heather Smith, Anne Dray and Brendan Stone - (Associate NED) took place between May and July 2021.
- 1.4 The appraisal process required feedback on their performance from governors and board members. Thirty-eight governors were sent questionnaires for each appraisal and 26 were returned in total. Six executive members of the Board were sent questionnaires for each appraisal and 15 were returned in total.
- 1.5 All appraisals were undertaken by the Chair with the Lead Governor Terry Proudfoot and Deputy Lead Governor, Ben Duke. The meetings were hybrid meetings (virtual and face-to-face) for four of the appraisals, and virtual for one of the appraisals. All appraisal sessions provided a valuable opportunity to explore in detail the views of both the Board and the Governors, and for the appraisee to summarise their own self-assessment. The feedback received by governors and others was fully considered as part of this process, and any learning was drawn out for each individual NED.
- 1.6 The outcome of the appraisals was reported to the Nominations and Remuneration Committee on 2 August 2021. Responsibility for the Associate Non-Executive Director rests with the Board rather than Governors but for completeness this was also reported to the NRC for information only.

## Section 2: Risks

- 2.1 The organisation has made considerable progress since the start of 2020/21. Stable and experienced leadership is key to sustaining this, so there would be risks associated with not undertaking an appropriate appraisal process.

## **Section 3: Assurance**

- 3.1 Paragraph 1.1 sets out the supporting principles that are used to ensure compliance with national guidance and best practice.

## **Section 4: Next Steps**

- 4.1 This reporting on the assurance of the process following the reporting of the detail to the Nominations and Remunerations Committee closes the appraisal process for Non-Executive Directors for the period 2020-21.