

Council of Governors

SUMMARY REPORT

Meeting Date: 15 February 2022

Agenda Item: 07

Report Title:	Remuneration of Non-Executive Director, Olayinka Fadahunsi		
Author(s):	Susan Rudd, Director of Corporate Governance		
Accountable Director:	Susan Rudd, Director of Corporate Governance		
Other Meetings presented to or previously agreed at:	Committee/Group:	Nominations and Remuneration Committee	
	Date:	1 st February 2022	

Summary of key points in report

An administrative error has been identified in the current remuneration for Non-Executive Director, Olayinka (Yinka) Monisola Fadahunsi-Oluwole.

The Nomination and Remuneration Committee considered the details and the proposal for rectification of the administrative error at its meeting on 1st February 2022. The Committee recommend that the Council of Governors approve the rectification of the error as detailed below.

Recommendation for the Board/Committee to consider:

Consider for Action	Approval	X	Assurance	Information
---------------------	----------	---	-----------	-------------

To approve

1. Amendment of remuneration for Olayinka (Yinka) Fadahunsi-Oluwole to the national structure rate of £13,000 pa
2. Backdated payment of this rate from the date of appointment of 1st June 2021

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

	Yes	X	No
Covid-19 – Recovering Effectively	Yes	X	No
CQC – Getting Back to Good Continuous Improvement	Yes	X	No
Transformation – Changing things that will make a difference	Yes	X	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 Fundamental Standards	Yes		No	X	Good Governance
Data Security Protection Toolkit	Yes		No	X	
Have these areas been considered ? YES/NO					If Yes, what are the implications or the impact? If no, please explain why
Service User and Carer Safety and Experience	Yes		No	X	<i>None directly apply to this decision</i>
Financial (revenue & capital)	Yes		No	X	
Organisational Development/Workforce	Yes		No	X	
Equality, Diversity & Inclusion	Yes		No	X	
Legal	Yes		No	X	

Section 1: Analysis and supporting detail

Background

- 1.1 The Council of Governors (COG) approved the appointment of Olayinka (Yinka) Monisola Fadahunsi-Oluwole as a Non-Executive Director at its meeting held on 19th April 2021. The remuneration for the role was set at £12,688.
- 1.2 NHS England and NHS Improvement (NHSI/E) published a “Structure to align remuneration for chairs and non-executive directors of NHS trusts and NHS foundation trusts”. This document sets out a structure to align remuneration of Non-Executive Directors and Chairs across all provider trusts to provide transparency and consistency.
- 1.3 The implementation of the structure for Non-Executive Directors applies a remuneration rate of £13,000 pa for all trusts and was fully effective from April 2021.
- 1.4 An administrative error has been identified whereby the remuneration for Olayinka (Yinka) Monisola Fadahunsi-Oluwole was approved at a rate of £12,688 and is therefore not in line with the guidance noted above. All other non-executive directors (with the exception of the Chair) receive £13,000 pa (excluding responsibility payments).

Nomination and Remuneration Committee (NRC)

- 1.5 At its meeting held on 1st February 2022, NRC considered the proposal to align the remuneration for Olayinka (Yinka) Monisola Fadahunsi-Oluwole to the national non-executive director remuneration structure and that this rate should apply from the date of appointment.
- 1.6 The Committee agreed the recommendations to the Council of Governors for approval and implementation.

Recommendations

- 1.5 The Council of Governors is asked to approve the amendment of annual remuneration for Olayinka (Yinka) Monisola Fadahunsi-Oluwole to £13,000 pa.
- 1.6 The Council of Governors is also asked to approve the amendment of remuneration backdated to the date of appointment, 1st June 2021.