

# Council of Governors

## SUMMARY REPORT

Meeting Date: 18 October 2023

Agenda Item: 08

<b>Report Title:</b>	<b>Nominations and Remuneration Committee report to the Council of Governors</b>	
<b>Author(s):</b>	Amber Wild, Head of Corporate Assurance	
<b>Accountable Director:</b>	Sharon Mays, Chair	
<b>Other Meetings presented to or previously agreed at:</b>	<b>Committee/Group:</b>	Nominations and Remuneration Committee
	<b>Date:</b>	4 October 2023
<b>Key Points recommendations to or previously agreed at:</b>	The committee approved items for onward recommendation at the Council of Governors meeting on 18 October 2023	

### Summary of key points in report

The committee approved the following items for onward recommendation at the Council of Governors meeting on 18 October 2023:

#### Outcome of the NED appraisals and succession planning for NED roles

It was reported to committee that appraisals have been completed for the Non-Executive Directors apart from the Associate Non-Executive Director whose role falls under the auspices of the Board of Directors. Members of the NRC were thanked for their contribution to the appraisal process.

#### Non-Executive Director Terms of Office:

The committee received an update on the terms of office for the Non-Executive directors and it was agreed that succession planning would take place once recruitment for the Executive roles on the Board is complete so that a decision can be made based on the skills and experience balance of the Board members required. Committee noted that discussion around the NED succession planning currently planned for the February meeting would remain on the plan, at which point an update on next steps would be available.

#### Board recruitment update:

The committee received an update on board recruitment to the Director of Strategy role noting that a stakeholder event was planned for the 13<sup>th</sup> October and service user and carer governors will be invited to participate. Interviews are due to take place on the 16<sup>th</sup> October 2023.

In relation to the Director of Operations and Transformation role, committee was informed that recruitment for this role will go out after Director of Strategy has been appointed and that the interim role is currently being well supported by Neil Robertson.

Following recruitment to these two vacancies, the Board will have no current vacancies.

Recommendation for the Board/Committee to consider:						
Consider for Action		Approval	✓	Assurance	✓	Information
The Council of Governors is asked to receive for assurance and comment an update on the areas covered at the most recent Nomination and Remuneration Committee.						
Please identify which strategic priorities will be impacted by this report:						
Recover Services and Improve Efficiency				Yes	✓	No
Continuous Quality Improvement				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 Fundamental Standards	Yes	✓	No	Good Governance – Code of Governance		
Data Security and Protection Toolkit	Yes		No	✓		
Any other specific standard?	Yes		No	✓		
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, Engagement 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	✓		
Environmental sustainability	Yes		No	✓		