

## Nominations & Remuneration Committee Report

<b>Council of Governors</b>	<b>Item: 9</b>
<b>13<sup>th</sup> October 2020</b>	<b>Enclosure: C</b>
<b>Purpose of the Report:</b> To provide the Council with a summary of discussion held at meetings of the Nominations and Remuneration Committee held on 29 <sup>th</sup> July and 24 <sup>th</sup> September 2020 and to confirm the outcome of recommendations made at those meeting.	
<b>For: Information</b> <input type="checkbox"/> <b>Assurance</b> <input type="checkbox"/> <b>Discussion and input</b> <input checked="" type="checkbox"/> <b>Decision/approval</b> <input checked="" type="checkbox"/>	
<b>Sponsor (Executive Lead):</b>	Susan Simpson Director of Corporate Governance
<b>Author:</b>	Susan Simpson Director of Corporate Governance
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<b>Recommendations:</b> The Council of Governors is asked to: <ul style="list-style-type: none"> <li>a) note the content of this report;</li> <li>b) note the reappointment of Dame Cathy Warwick as a Non-Executive Director for three years with effect from 1<sup>st</sup> October 2020;</li> <li>c) approve that the recruitment process for Chairman should proceed as the appointment of a Chair in Common with Hounslow and Richmond Community Health, working in tandem with NHSE/I requirements for NHS Trust appointments, and that search consultants be appointed to assist with the process. The selection process to conclude with interviews in April 2021.</li> </ul>	

**Nominations & Remuneration Committee**  
**Key Issues, Actions and Recommendations to the Council of Governors**

**Committee meeting held on 29<sup>th</sup> July 2020**

	<b>Agenda item</b>	<b>Outcome</b>
1.	Annual Chair and NED performance appraisals and objectives for 2020/21	<p>Appraisal processes had continued in the timetable and format previously agreed by the Council of Governors, including 360 degree feedback. The response from the Board and from the Council of Governors to the request for feedback had been good. The appraisal process for the Chairman was also in line with the guidance from NHSE/I on a standardised process for all Chairs of NHS Trusts and Foundation Trusts.</p> <p>The Committee received reports by the Chairman on the outcomes of appraisals for the Non-Executive Directors and a report by the Senior Independent Director on the outcome of appraisal for the Chairman. The Committee considered each of the reports in turn and, following detailed discussion, agreed that a fair and effective process had been undertaken and that the annual objectives agreed for 2020/21 were appropriate to the needs of the Trust.</p>
2.	Reappointment of Dame Cathy Warwick	<p>The Committee considered the reappointment of Dame Cathy Warwick and unanimously supported a recommendation to the Council of Governors that Cathy be reappointed for a term of office of three years with effect from 1<sup>st</sup> October 2020.</p> <p>An online vote of the Council of Governors closed on 14<sup>th</sup> September 2020 and has supported this recommendation with 21 of 22 votes cast in favour and 1 abstention. <b>The Council of Governors is asked to note the outcome of the vote and the reappointment of Dame Cathy Warwick as a Non-Executive Director.</b></p>

**Committee meeting held on 24<sup>th</sup> September 2020**

3.	Appointment of Chairman	<p>The Committee held a single agenda item meeting to begin thinking about the appointment of a Chairman to succeed Sian Bates when her current term of office ends on 31<sup>st</sup> August 2021. This is coterminous with her appointment as Chair in Common with Hounslow &amp; Richmond Community Health (HRCH).</p> <p>The Committee considered the context of the Chairman's role, acknowledging that the Covid-19 pandemic has changed the landscape but that integration within SW London and our local Place is still very much a focus.</p> <p>After much discussion the following recommendation was agreed. <b>The Council of Governors is recommended to approve that the recruitment process for Chairman should proceed as the appointment of a Chair in Common with HRCH, working in tandem with NHSE/I requirements for NHS Trust</b></p>
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		<p><b>appointments and that search consultants be appointed to assist with the process. The selection process to conclude with interviews in April 2021.</b></p> <p>(Outline timetable below)</p>
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13 <sup>th</sup> October 2020	Approval to commence sought from Council of Governors
October	NHSE/I guidance on 'Place' working expected. Begin to work with Nominations & Remuneration Committee on search consultant selection (remotely and by email)
November 2020	KHFT and HRCH Boards consulted on their views re requirements for the post.
11 <sup>th</sup> November 2020	Nominations & Remuneration Committee meet to appoint search consultant and begin work on candidate information pack
Mid-December 2020	Single agenda item special CoG meeting to approve Candidate Pack, including job description, person specification and terms and conditions.
January 2021	Advertising and search commences.
February 2021	Preliminary interviews with search consultants and longlisting with Nominations and Remuneration Committee and NHSE/I.
March 2021	Stakeholder engagement events. Stakeholder feedback report prepared for appointments panel.
April 2021	Appointments panel (to include Governor representation) conducts interviews and makes selection. Confirmation of appointment by CoG and NHSE/I
September 2021	New Chair in Common commences