

EAST KENT HOSPITALS UNIVERSITY NHS FOUNDATION TRUST

REPORT TO: **COUNCIL OF GOVERNORS – 16 MARCH 2015**

SUBJECT: **REPORT FROM THE CoG NOMINATION AND REMUNERATION COMMITTEE**

REPORT FROM: **COMMITTEE CHAIR**

PURPOSE: **INFORMATION**

SUMMARY OF COMMITTEE ACTIVITY

The committee met on 12th February and 25th February 2015.

On 12th February the committee met with Nick Wells, Jonathan Spencer, Sue Lewis, Sandra Le Blanc and Twyla Mart in attendance. The main items on the agenda were the recruitment to the Trust Chair and NED positions. The committee wanted to gather as much guidance and support for these important appointments.

NW provided a further update on the availability of the board governance review report from Deloitte. The Board of Directors had agreed that the 'well led' section of the report would be published together with all recommendations and the Trust's response. It was anticipated this would be published prior to the Council of Governors meeting scheduled for 16 March 2015.

For the recruitment an agency will be used and Alan Hewett, Reynagh Jarrett and Roy Dexter were the governor representatives on the selection panel which met on 18th February. The appointed agency is Odgers Berndtson. For the interviews panel BG, CG and PW will be the governors on the panel for both the Chair and the NEDs interviews. The CoG Nomination and Remuneration committee will carry out the shortlisting and it was noted that Monitor will be involved in this stage of the process.

Twyla Mart and Sandra Le Blanc ran through the proposed timeline, benchmarking for remuneration and time commitment. The process for the Chair and NED recruitment will run in parallel. Advertisement will go live 3rd March, closing date 31st March, open evenings for candidate 23rd & 30th March.

Due to the urgency of the process it was agreed to seek the endorsement of the CoG via email as follows:-

Recommendations

The Committee is recommending a staggered approach would be the most appropriate way forward and the following positions be progressed in the first recruitment phase:

- *Chair*
- *Two NED positions to cover the immediate vacancies linked to the resignation late last year of Steven Tucker and the appointment of Jane Ely as Executive Director of the Board.*
- *A NED with financial qualifications and experience to anticipate relevant NED term expiries in early Autumn 2015.*

The rationale for this was discussed by the Committee:

- *The approach was supported by Monitor.*
- *The successful Chair would have the opportunity to participate in recruitment of the second phase NED positions in the Winter of this year.*

NED/Chair Remuneration

The Committee had reviewed benchmarking information and concluded the current level of remuneration was in line with the Trust's peers. The Committee therefore recommends the Chair and NED positions be advertised at the current remuneration levels with no uplift."

The above recommendations were sent out on 20th February 2015. Eight Governors responded, all endorsing this proposal. All Governors were asked to respond, but the Committee will conclude that if Governors do not respond, that they are supportive of the recommendations as stated.

On 25th February the committee met with Odgers Berndtson. Sandra Le Blanc led a review of the recruitment campaign, proposed information packs, open evening for candidates and proposed advertisements. Following detailed discussion it was agreed to draft the updated documents for electronic review and agreement by the committee.

SUMMARY OF COMMITTEE'S FORWARD PLANS:

The main activity of the committee will be the seeking and appointment of suitable Chair and NEDs. Shortlisting will take place on 10th April and interview dates have been set for 20th, 22nd and 23rd April.

COUNCIL OF GOVERNORS ACTION REQUIRED:

- To note the outcome of the electronic process conducted to proceed with the recruitment to the Chair, two vacant Non-Executive Director positions and one NED with financial qualifications and experience to anticipate relevant NED term expiries in early Autumn 2015.
- To note the outcome of the electronic process endorsing there be no uplift to NED and Chair remuneration for 2015/16.
- To note the appointment of Odgers Berndtson, external recruitment agency working with the Trust.
- To note the timeline for the recruitment process (copy attached).

The appointments would be subject to agreement by the whole Council. An electronic process will be conducted once interviews have concluded.

NED & Chairperson Recruitment Campaign 2015

Proposal Recruitment Timeline

Activity	Responsibility	Proposed Timeline
Agreement of Recruitment Plan by Nominations Committee	Nominations Committee	12 th February 2015
Confirming lead for agreeing final job description/candidate pack and shortlisting panel	Nominations Committee	12 th February 2015
Selection of Recruitment Partner	Nominations Committee	18 th February 2015
Finalisation of candidate recruitment packs inline with selected Recruitment Partner	Twyla Mart – Resourcing Manager	25 th February 2015
Recruitment Partner Briefing – Key Staff/Stakeholders	Recruitment Partner	25 th February 2015
Advertisements made live	Recruitment Partner	3 rd March 2015
Closing date for applications	Recruitment Partner	31 st March 2015
Receipt of interest and applications	SLB, JS & NW (Montior via EKHFUT for the Chair Position)	Weekly between 3 rd and 31 st March 2015
Open Evenings		23 rd March 2015 18:00 20:00 Boardroom, KCH 30 th March 2015 18:00 20:00 Boardroom, KCH
Shortlisting Meeting	Remuneration and Nomination Committee, JS, RE & SLB/RE with prior input from NW	10 th April 2015 @ 10.00 am Conference Room, Postgraduate Centre, KCH
Interviews	Interviewing Panel	20 th , 22 nd & 23 rd April 2015 Boardroom, KCH