



**UNADOPTED Minutes of an Extraordinary meeting of the Council of Governors  
held virtually on Friday 13 November 2020**

**PRESENT:** Tony Pedder (Chair)

**PATIENT AND PUBLIC GOVERNORS**

Mick Ashman	Steve Jones	Lewis Noble	Joe Saverimoutou
Steve Barks	Joyce Justice	Kath Parker	Harold Sharpe
George Chia	Kaye Meegan	Jane Pratt	Shirley Sherwood
David Foster	Ian Merriman	Sheila Reynolds	Sue Taylor
Martin Hodgson	Brendan Molloy		

**STAFF GOVERNORS**

Irene Mabbott	Liz Puddy	Cressida Ridge	Pete Tanker	Emma Warrander
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**PARTNER GOVERNORS**

Luc de Witte	Amanda Forrest	Angela Foulkes	Tim Furness
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**IN ATTENDANCE**

Sandi Carman	Assistant Chief Executive
Judith Green	Corporate Governance Manager
Peter Mason	Odgers Berndtson
Jane Pellegrina	Membership Manager

**APOLOGIES - GOVERNORS**

Paulette Afflick-Anderson	Jo Bishop	Chris Sterry	Fiona Tatton
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**COG/20/34**

**Welcome and Apologies**

Mr Pedder welcomed everyone and thanked Governors for joining the virtual Extraordinary CoG meeting.

The above apologies were noted.

**COG/20/35**

**Declarations of Interest**

There were no declarations of interest not previously expressed.

**To consider a report from the Council of Governors' Nomination and Remuneration Committee and approve a recommendation to appoint a new Trust Chair**

Mr Pedder reminded Governors that, as Chair of the Trust, he had not be involved in the process to appoint his successor and he asked Mr Hodgson as Vice-Chair of the Council of Governors' Nomination Committee to present the paper.

**Selection and Appointment Process**

Mr Hodgson referred to Paper A that had been circulated to Governors. He said it was the responsibility of the Council of Governors to approve the appointment of the Trust Chair on the recommendation of the Council of Governor's Nomination and Remuneration Committee and for the Council to assure itself that an open, rigorous and transparent process had been followed.

He reminded Governors that detailed discussions had taken place about the selection and appointment process at the Governors' Forum and Council of Governors meetings and over a number of months Governors had been provided with comprehensive updates and opportunities to comment. It was noted that in preparing the job description and person specification the Council of Governors' Nomination and Remuneration Committee had taken account of the model job description provided by NHS England/Improvement and that views had been sought from members of the Board of Directors and members of the Council of Governors.

Mr Hodgson reported that the final selection process had been held virtually by MS Teams due to the restrictions in place not to hold face to face meetings during the Covid-19 pandemic.

Mr Hodgson set out details of the final selection process:

- Fireside chats with the Chief Executive, from which detailed feedback had been provided to the formal interview panel by the Chief Executive
- Stakeholder sessions involving governors, Non-Executive Directors, Executive Directors, senior managers of the Trust and representatives of partner organisations, from which collective feedback had been provided to the formal interview panel
- A formal interview panel, at which three candidates had been interviewed

The formal interview panel comprised:

Mr Martin Hodgson (Patient Governor) – Vice-Chair CoG Nom Rem Com  
Dr Mike More (Chair, Cambridge University Hospitals NHS FT) - Independent Assessor  
Dr Steve Jones (Patient Governor) – co-opted panel member  
Mr Harold Sharpe (Patient Governor) – CoG Nom Rem Com member  
Ms Irene Mabbott (Staff Governor) CoG Nom Rem Com member  
Ms Amanda Forrest (Partner Governor) – CoG Nom Rem Com member

Dr More had played a full part in the interview process but did not have voting rights.

**Recommended Candidate – Annette Laban**

Mr Hodgson reported that the interview panel found all three candidates were excellent but unanimously agreed that Annette Laban had the qualities and competencies that best matched the requirements of the person specification and job description. The interview panel was assured by the appointment process that Annette Laban had no other

commitments that would significantly impact on their ability to meet the time commitment required to undertake the role.

Mr Hodgson reported that the Council of Governors' Nomination and Remuneration Committee confirmed that full consideration had been given to the independence criteria set out in the NHS Foundation Trust Code of Governance and the Committee was satisfied through testing at interview and triangulation with feedback from members of the Board of Directors that the Committee's preferred candidate was independent in character and judgement despite the length of her previous Non-Executive Director tenure. As previously agreed by Governors, this appointment would be for one term of office.

The panel unanimously agreed to recommend Annette Laban to the Council of Governors for appointment as Trust Chair.

Mr Pedder asked the Council of Governors to **APPROVE** the recommendation of the Council of Governors' Nomination and Remuneration Committee to appoint Annette Laban as Chair of the Trust for a four year term of office from 1 January 2021.

The Council of Governors unanimously **AGREED** to **APPROVE** the appointment of Annette Laban as Trust Chair for a four year term of office from 1 January 2021. There was one abstention.

On behalf of the Council of Governors' Nomination and Remuneration Committee Mr Hodgson thanked Odgers Berndtson and officers of the Trust for their support to the Committee throughout the process.

Mr Pedder thanked members of the Council of Governors' Nomination and Remuneration Committee, and particularly Mr Hodgson as Vice-Chair of the Committee, for their work over a number of months on the recruitment process.

**COG/20/37**

**Date and Time of Next Meeting**

Mr Pedder noted that the next regular Council of Governors meeting was scheduled for Tuesday 15 December 2020 and would be held virtually.

Signed: .....  
Chair

Date:.....