

Governors' Council 7th June 2011

RECRUITMENT AND SELECTION OF A NEW CHAIRMAN

1. CONTEXT

The current Chairman of the Trust, David Stone, has announced his intention to retire at the end of December 2011 following a long and distinguished career in that post since the Trust's inception in 2001, following merger, and since its formation as a Foundation Trust in July 2004. Under the Foundation Trust regime, it is a relatively complex process to appoint a new Chairman involving a range of stakeholders, principally the Governors' Council and the Board of Directors. The proposed process set out below takes into account the requirements of the Monitor Governance Code and the relevant chapter (chapter 3) of the monitor publication-Your statutory duties - A reference guide for NHS foundation trust governors. It will also be apparent that the Chairmanship of the Trust is a crucially important leadership position.

These proposals have also been discussed by the Board of Directors and the Governors Nomination Committee.

2. TIMETABLE

The Governors' Council Nominations Committee has expressed a wish that the new Chairman should be appointed by the end of October 2011 and the timetable attached at Appendix 1 is designed to achieve that outcome.

3. KEY ISSUES

In order that the process can move forward smoothly and the timetable set out above can be adhered to, there are a number of key issues which need to be resolved at this relatively early stage. These are as follows with proposed solutions identified:

- Use of executive search agency – The Nominations Committee has already requested that the Trust Secretary lead a process of identifying an executive search agency through a competitive selection which can assist the Trust in ensuring the widest range of candidates for the post of Chairman. In doing so, the Trust Secretary will be supported by two members of the Nominations Committee who will develop specific success criteria and meet the organisations. It is proposed that the following organisations be invited to bid for this work:
 - Odgers
 - Saxton Bamfylde
 - Veredus
- Role of Senior Independent Director – It is proposed that the Senior Independent Director should act as the conduit for the views of the Board concerning potential candidates for the post of Chairman and that, in

particular, the Senior Independent Director should be a member of the appointment panel.

- Vice Chair of Nominations Committee – It is proposed that the Vice Chair of the Nominations Committee should lead the recruitment and selection process from this point onwards on behalf of Governors and that the Vice Chairman of the Nominations Committee should also Chair the appointment panel. At present, it should also be noted that the Vice Chairman of the Nominations Committee also holds the post of Lead Governor for the Trust.
- Role and contribution of Chief Executive – It is important that the Chief Executive and Chairman can work effectively in partnership in taking the Trust forward through what will clearly be a difficult and challenging time. Whilst it is also recognised that the Chief Executive is ultimately accountable to the Chairman, in view of the acknowledged importance of this partnership and the difficult times that lie ahead for the Trust it is proposed that the Chief Executive should be involved in long-listing, short-listing and be a member of the appointments panel.
- External Assessor – It is proposed that the appointments panel should be supported by an external assessor who would be an adviser to the panel. In identifying a suitable assessor, it is proposed that they should be the existing Chairman of a comparable Trust to STH, i.e., a large and complex acute trust or an individual with significant experience of acting as an external assessor for FT chair appointments and thus able to fully understand the range of issues which the organisation and its Chairman will be facing. The Trust Secretary will take the lead in identifying possible assessors and the final choice will be determined by the Nominations committee.
- A draft job description and person specification are attached as Appendices 2 & 3
- Budget – It is proposed that a budget of £35,000 be identified for this recruitment process. The budget consisting of £25,000 as the ceiling for the cost of the executive search agency and £10,000 for the recruitment costs particularly placing of an advertisement in a suitable newspaper/journal.

4. CONCLUSION

The Governors' Council is requested to:

- Approve the recruitment and selection process set out above
- Approve the timetable
- Approve the Job description and person specification
- Approve the role of the Nominations committee in managing the process including an advisory appointments panel which will provide a report to the Governors council with a clear recommendation as to how the Governors council should proceed.

Neil Riley
Trust Secretary
2 June 2011