Ashford and St. Peter's Hospitals NHS
NHS Foundation Trust

COUNCIL OF GOVERNORS
7th December 2011

TITLE	**Briefing Paper: Reappointments process and timetable for the Chairman at Ashford & St Peter's NHS Foundation Trust**
EXECUTIVE SUMMARY	The Nominations and Appointments Committee met on 25th October 2011 to consider options for a process and timetable for the reappointment of a Chairman. The attached paper provides a proposed process and timetable for the reappointment of a Chairman for consideration and approval by the Council of Governors and the timetable for the reappointment of the current Chairman.
The Committee is asked to:	To consider and agree the proposed general process and the timetable for the current Chairman's reappointment.
Submitted by:	Peter Taylor Senior Independent Director
Date:	18 November 2011
Decision:	For Decision

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Proposed process and timetable for reappointment of the Chairman at Ashford & St Peter's NHS Foundation Trust

1. Introduction

1.1 This paper aims to review the guidance in relation to the reappointment of Chairman of foundation trusts, consider models (from other Foundation Trusts) and recommend a model for Ashford & St Peter's NHS Foundation Trust.

2. The Guidance published by Monitor is summarised as follows:

*2.1 As with all appointments, the **procedure** for appointment or re-appointment must be formal, rigorous and transparent, based on merit and objective criteria*
*2.2 The governors should consider **relevant aspects** of the NHS Foundation Trust's constitution and Code of Governance such as the number of Non Executive Directors, independence, specific skills and experience (including any new approaches, experiences or ways of working) and balance of executive and non executive directors.*
*2.3 The nominations committee should look at the **existing candidate** against the current job description and **person specification** (which should be reviewed on an ongoing basis) and consideration should be given to the candidates **past performance** at the NHS Foundation Trust as confirmed by the Chairman following formal performance evaluation as being effective and demonstrating the time commitment expected. .*
*2.4 Reappointments should be for a **specified term** of no longer than three years. Any candidate who has served six years or more should be rigorously reviewed and consider the need for progressive refreshing.*
2.5 *The council of governors will take **the final decision** on proposed re-appointments, having taken appropriate advice, such as from the NHS Foundation Trusts own HR department.*

3. The research from other Foundation Trusts is as follows:

3.1 At Frimley Park NHS Foundation Trust the Chairman for a one year period. This was achieved by a recommendation to the Council of Governors from the Senior Independent Director, with the support of the rest of the Board. The paper came from the SID, who also reported on the Chairman's appraisal. The proposal was discussed by the Governors "Non-Executive Directors Performance and Remuneration Committee" prior to its submission to the CoG.

3.2. At Chelsea and Westminster NHS Foundation Trust the Chairman was reappointed in 2010. Both the Council of Governors and the Board participated in the appraisal process. The outcome of the appraisal process together with a statement from the Chairman formed the basis of the recommendation to the Council of Governors.

4. Chairman reappointment process and timetable

4.1 The Chairman took up the right to be appointed to the Foundation Trust for the un-expired term of her office as specified in the NHS Act 2006. The review date for Ms Aileen McLeish, the Chairman, is therefore 30 September 2012 having been appointed originally as Chairman in October 2008. Ms McLeish has been a NED since November 2005 and her last 3 appraisals have been completed by the Chair of the SHA .

4.2 The Nominations and Appointments Committee met on 25th October 2011 and agreed to recommend the following process for the reappointment of a chairman to the Council of Governors:

- The job description should be reviewed prior to any reappointment
- Informal soundings to be taken as to whether the Chairman wished to put himself/herself forward for reappointment.
- The following information to be collected for submission to the meeting of the Nominations and Appointments Committee at which the reappointment is considered –
  - Summary of the individual's last three years appraisals submitted by the Senior Independent Director.
  - Summary of the individual's attendance Board and Committee meeting since their appointment.
  - An assessment by the Senior Independent Director of the balance of skills of the Non-Executive Team on the Board and the individual's contribution to this.
  - Statement by the individual seeking reappointment.
  - The Nominations and Appointments Committee would then make a recommendation to the Council of Governors

4.3 The decision on reappointment will be taken by the full Council.

4.4 Applying the process to the reappointment of the current Chairman would result in a recommendation from the Nominations and Appointments Committee to the May 2012 Council of Governors meeting.

5. Recommendation

5.1 The Council of Governors consider and agree the processes for the re-appointment of a Chairman and the timetable for a recommendation to the Council of Governors in May 2012 in respect of Aileen McLeish.

Peter Taylor
Senior Independent Director
on behalf of the Nominations and Appointments Committee
18 November 2011

Notes

1. *Reference: Your statutory duties: A reference guide for NHS foundation trust governors published by Monitor*