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

COUNCIL OF GOVERNORS
17th May 2012

TITLE	**Reappointment of Non Executive Directors**
EXECUTIVE SUMMARY	The Nominations and Appointments Committee has met and recommends the reappointment of the three Non Executive Directors whose terms of office expire within the next six months.
The Council is asked to:	Approve the appointments of the following three Non Executive Directors, in accordance: ▪ Philip Beesley (also as Deputy Chairman) ▪ Terry Price ▪ Peter Taylor
Submitted by:	Aileen McLeish Chairman and Chairman of Nominations and Appointments Committee
Date:	20th April 2012
Decision:	For Decision

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Reappointment of Non Executive Directors

1 Summary and Background

One of the statutory duties of the Council of Governors is the appointment of the Non Executive Directors. Three of the Non Executive Directors' terms of office end within the next 6 months.

The Council has previously agreed the process to be undertaken when considering the reappointment of a Chairman, namely:

- A review of the job description;
- Satisfactory appraisals over the course of the preceding three years;
- Confirmation of the individual's attendance at Board and Committee meetings since their appointment;
- A statement from the individual, seeking reappointment;
- A review of the balance of skills on the Board and;
- Assessment against the Monitor Code of Governance: test of independence

The Remuneration and Appraisal Committee met on 20th March and reviewed the outcome of the Non-Executive Directors' appraisals which were led by the Chairman. The outcome, which confirmed satisfactory performance and continued commitment to the role, was endorsed by the Remuneration and Appraisal Committee.

The Nominations and Appointments Committee met on 12th April 2012.

The Committee agreed that no changes to the current job description were required at this time, but noted that an update may need to be incorporated once guidance concerning a clause within the Health and Social Care Act (2012) had been received; ("to hold the Non Executive Directors individually and collectively to account for the performance of the Board of Directors").

The Committee noted the satisfactory appraisal outcomes for the preceding three years, including the recent endorsement of the 2011/12 process by the Remuneration and Appraisal Committee.

In addition the Committee also received confirmation of the individuals' attendance and Board and Sub-Committee meetings, and reviewed the individuals' statements seeking reappointment.

A skills audit of the Non-Executive Team on the Board was reviewed, which included assessment of the individuals' role and contribution. The committee concluded that the balance of skills was diverse and complementary.

Finally, the tests of Independence set down by the Monitor Code of Governance were met for all three individuals.

2 RECOMMENDATION

Following discussion, the Nominations and Appointments Committee AGREED to recommend the following reappointments to the Council of Governors:

- The reappointment of Philip Beesley for a three year period from 16 July 2012 to 15 July 2015 as a Non Executive Director and as Deputy Chairman

- The reappointment of Terry Price for a three year period from 14 September 2012 to 15 September 2015

- The reappointment of Peter Taylor for a period from 16 July 2012 to 31 October 2013. Our recommendation is that Peter Taylor is re-appointed for a shorter term in line with his wishes, i.e., till 31 October 2013. This will provide a useful window of opportunity to consider a new appointment in the light of the Epsom transaction if it proceeds

Aileen McLeish
Chairman