

<b>Meeting / Committee:</b>	Council of Governors	<b>Meeting Date:</b>	17 May 2016
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<b>Title:</b>	Appointment of three new non-executive directors
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<b>Purpose:</b>	The purpose of this report is to seek the Council of Governors support for the appointment of three new non-executive directors
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<b>Summary:</b>	<p>The recent inclusion on the Board of Directors of the medical directors for each of the five clinical centres requires a re-balancing of the board make up to ensure that more than half of the board is made up of non-executive directors. This would require the appointment of three new non-executive directors.</p> <p>It is the responsibility of the Council of Governors to appoint non-executive directors and it has given the Nominations Committee the delegated authority to agree the selection and appointment process.</p> <p>This requirement for three new non-executive directors was discussed by the Nominations Committee at its most recent meeting, along with the qualities that could be sought in new non-executive directors and the options for appointment.</p>
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<b>Prepared By:</b>	Caroline Parnell Director of Communication & Engagement	<b>Presented By:</b>	Deborah Jenkins Chairman
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<b>Recommendation:</b>	The Council of Governors is asked to support the appointment of three new non-executive directors and the approach to recruitment set out in the paper.
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<b>Implications (Please mark an X)</b>	Legal X	Financial	Clinical	Strategic X	Risk & Assurance X
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## **PROPOSED APPOINTMENT OF THREE NEW NON-EXECUTIVE DIRECTORS**

### **1. Background**

The recent inclusion on the Board of Directors of the medical directors for each of the five clinical centres requires a re-balancing of the board make up to ensure that at least half of the board is made up on non-executive directors. This would require the appointment of three new non-executive directors.

It is the responsibility of the Council of Governors to appoint non-executive directors and it has given the Nominations Committee the delegated authority to agree the selection and appointment process.

This requirement for three new non-executive directors was discussed by the Nominations Committee at its most recent meeting, along with the qualities that could be sought in new non-executive directors and the options for appointment.

### **2. Proposal**

At the Nominations Committee the chairman put forward a view that ideally at least one of the new non-executive directors should be active on Teesside within an influential business or partner organisation.

It was further suggested that to strengthen relationships with North Tees and Hartlepool NHS Foundation Trust (NTHFT) one of the non-executive director posts could be offered to an existing non-executive director with NTHFT, and in return a place offered amongst their non-executive directors for a S. Tees non-executive director. This idea had not been broached with North Tees, and an evaluation of the pros and cons would have to be made before any further action were taken on this idea.

The Nominations Committee was supportive of both proposals.

In the past the trust has sought external support from a specialist recruitment company to seek candidates for non-executive director posts from a wide geographical area and range of professional backgrounds. This has proved successful.

However as the trust is looking for at least one local candidate and now has expertise internally to support a candidate search, it is proposed that in the first instance the trust's HR team should undertake the search for suitable candidates for at least one of the posts.

The option to co-opt a non-executive director from NTHFT will be raised by the Chairman and Chief Executive with their counterparts in the neighbouring trust. If the idea should prove not to be supported by NTHFT, or should be found to be impractical then the search for candidates for all three posts would be undertaken.

Depending on the calibre of candidates identified in that internally supported search the Council of Governors is asked to give the Chairman approval to seek external support for suitable candidates.

Suitable candidates for the posts will be subject to a rigorous selection process led by the council's Nominations Committee.

### **3. Recommendation**

The Council of Governors is asked to approve:

- the appointment of three new non-executive directors
- the approach to recruitment set out in the paper
- that the Chairman seek external support for suitable candidates should an internally supported search not identify candidates of an appropriate calibre.