

Report to the Members' Council

For Approval

21st April 2009

Replacement Chair – 2010

1. At its meeting in November 2008 the Members' Council approved the extension of the current Chair's appointment until 31st March 2010. It was agreed that the process to replace Mrs Janet Godden should begin early in this financial year if a suitable replacement were to be attracted into the role. The Remuneration and Nominations Committee considered the timescale and possible process for this at its meeting on 1st April and makes the following recommendations to the Members' Council:
 2. Under the Constitution and the Remuneration and Nominations Committee (R&NC) Terms of reference, a selection panel is required consisting of:
 - 1 public governor (R&NC member - vacant)
 - 1 staff governor (R&NC member – Mark Hancock)
 - 2 patient governors (one service user and one carer) (R&NC member – Chris Brearley and one other service user governor)
 - 1 partnership governor (R&NC member – Jim Couchman)
 - 1 independent assessor(Copy of relevant section of Constitution attached as appendix).
 3. Whilst a new Chair would not come into post until 1st April 2010 the Committee believes it would be beneficial for him or her to hold an associate non-executive director position for several months before taking up the role substantively. The committee therefore recommends that the timescale for the process should be:
 - Panel agreed at 21st April 2009 Members' Council
 - Job description agreed by panel and presented to Council for approval 22nd July 2009
 - Advertisement in September 2009
 - Shortlisting, and selection process October/November 2009
 - Ratification of appointment by the Council 17th November 2009

4. It was felt that to aim for the appointment to be ratified by the Members' Council at the November meeting is a tight but achievable timescale. If this timetable proves too challenging, a Council meeting in early January might be necessary.
5. Once the selection panel is agreed, it will need to consider how to attract the best possible candidates. The appointment of "head hunters" (recruitment consultants) and using the existing networks of both Board and Council are the two main options.
6. It is suggested that the panel should seek advice from other FT Governors where there has been a change in chair since authorisation on how they went about the task.
7. **A nomination from the public governors is requested, to be a member of the R&NC who will also become a member of the Chair appointment panel.**
8. **A nomination from the service user governors is also requested to sit on the Chair appointment panel.**

Recommendation

9. **The Members' Council is asked to consider and approve the process for selecting a new Chair, in line with paragraph 10 of the Constitution and the R&NC Terms of Reference (identified in points 2 to 8 above), and to delegate authority to the panel to carry out this process accordingly.**

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Appendix A

Extract of Section 10.6 from the Trust's Constitution

- 10.6 Subject to the provisions of paragraph 9.21 above in relation to the appointment and removal of the Chair, the Chair shall be appointed in accordance with a process of open competition as follows:
- 10.6.1 The Members' Council shall create a duly authorised committee consisting of one Public Governor, one Staff Governor, two Patient Governors (one from a service user class and one from a carers' class), one Partnership Organisation Governor and an independent assessor.
 - 10.6.2 That committee shall seek candidates whom they consider appropriate against a job description as agreed by the Members' Council to be appropriate for the post of Chair.
 - 10.6.3 The committee shall select candidates to shortlist and interview and shall present the details of the candidate they consider to be the most appropriate to the Members' Council.
 - 10.6.4 The Members' Council shall then consider the recommendation and may appoint the recommended candidate or may remit the matter back to the committee until a candidate acceptable to the Members' Council is appointed; and
 - 10.6.5 The Members' Council shall thereupon formally convey its decision to the successful candidate.
 - 10.6.6 Notwithstanding the foregoing the Members' Council shall be entitled to reappoint the Chair at the end of his term of office if in its opinion it is in the best interests of the Trust to do so but subject to the provisions of paragraph 10.5.8.