**Appendix 1**

**Members Council Remuneration and Nominations Committee – 22nd March 2012**

**Non- Executive Directors - Appointment Process**

**Introduction**

The schedule of appointments at ***Table 1*** below shows that there are 2 posts to be appointed to within the next 12 months i.e. the re-appointment of the Chairman and appointment to the vacancy created from the ending of a Non-Executive’s final term of office.

This being the case, the Committee is being presented with an outline process for the reappointment/appointment of Chair and non-executive directors. If agreed, this process will then be used to ensure the roles for consideration this year, are appointed to in a time frame which ensures the Board remains properly constituted and allows for sufficient engagement/involvement of the Committee in their appointment.

***Table 1***

|  |  |
| --- | --- |
| **Name** | **Period of Office End Date** |
| Martin Howell | 31/03/13\* |
| Mike Bellamy | 31/01/15 |
| Dr Anne Grocock | 31/01/15 |
| Roger Reed | 30/04/13\*\* |
| Cedric Scroggs | 31/03/14 |
| Lyn Williams | 31/03/14 |
| Alyson Coates |  |
|  |  |

NB: \* will be proposed for re-appointment within the next 12 months

: \*\* have reached the end of their final term of office, and cannot be re-appointed

**Appointment Process**

Outlined below are the key steps associated with appointment of future Chair and Non-Executive Directors.

1. Members Council (MC) Remuneration and Nominations Committee to be presented in January each year with the schedule of appointments for Chair and Non-Executive Directors. This will ensure sufficient time is allocated for the appointment process in any given year.
2. 6 months prior to appointment / re-appointment the MC Remuneration and Nominations Committee will meet to agree appointments time table, advert and role outline. Where a proposal is for re-appointment members will be provided with a summary of the individual under consideration and an opportunity for a wider group of representatives from the MC to meet informally with the candidate. Views will be taken from both the latter and from the MC Remuneration and Nominations Committee to finalise the proposal and recommendation to the full MC.
3. New Chair / Non-Executive Director appointments will include an informal meeting of prospective candidates with the Board, MC and senior managers of the Trust. This will be followed by a focus group session based on leading a discussion on a relevant topic affecting the Trust. The final part of the process will be a panel interview to include; Chairman (Non-Executive Director appointments) and a representatives from the MC.
4. In all cases i.e. appointment or re-appointment recommendations are made from the MC Remuneration and Nominations Committee to the next meeting of the MC. Once approved and where appropriate a formal induction programme will be agreed between the Chair, CEO and Director of HR to commence prior to the new appointees first day.

In respect of the 2 posts to be appointed to this year the process outlined above will need to begin in September 2012.

**Recommendation**

The Committee is asked to consider this proposal and to approve the process for re-appointment and appointment to the Chair and Non-executive post identified for this year.

**Graeme Armitage**

**Director of Human Resources and Organisational Development**