| Meeting Title | Council of Governors | | |
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| Date | 20 July 2023 | Agenda item | CGo.7.23.14 |

# Annual Review: Process for the appointment of a Chair / Non-Executive Director / Associate Non-Executive Director

| Presented by | Laura Parsons, Associate Director of Corporate Governance/Board Secretary | |
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| Author | Jacqui Maurice, Head of Corporate Governance | |
| Governance responsibility | Council of Governors | |
| Purpose of the paper | To present the process for appointment of a Chair / NED / Associate NED to the Council of Governors for approval as recommended by the Governors Nominations and Remuneration Committee (NRC). | |
| Action required | For approval | |
| Previously discussed at/ informed by | NRC held 20 June 2023 | |
| Previously approved at: | **Committee/Group** | **Date** |
| | Council of Governors | July 2022 |
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| Background |
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The process for appointing a Chair/NED/Associate Non-Executive Director was previously approved by the Council in July 2022.  The process was reviewed by the NRC on 20 June 2023.

The NRC considered the following amendments to the process:

- The addition of section 1.3 to provide clarity with regard to a decision to appoint a NED/Chair beyond 6 years - alongside the addition of an appendix containing the associated extract from the Code of Governance for NHS Provider Trusts and, NHS England's subsequent explanatory note.

- An amendment under 3.3.1 to change 'job description' to 'role description'.

- An addition made to 3.3.5 regarding the requirement stipulated in the Code of Governance for NHS Provider Trusts to include an 'external assessor from NHS England and/or a representative from a relevant ICB' within interview panels.

- An update to the review date from July 2023 to July 2024

The process for the appointment of a Chair / Non-Executive Director / Associate Non-Executive Director is attached at Appendix 1 with the proposed amendments in track changes.

| Recommendation/s |
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The NRC recommends that the Council of Governors approves the process.