

## BOARD OF DIRECTORS MEETING

<b>Agenda Item</b>	<b>P1-192-17</b>	<b>Date: 6<sup>th</sup> September 2017</b>
<b>Subject /title</b>	<b>Review of Non Executive Director Skills</b>	
<b>Author</b>	<b>Andrea Leather, Corporate Governance Manager</b>	
<b>Responsible Director</b>	<b>Phil Edgington, Vice Chair Andrew Cannell, Chief Executive</b>	
<b>Executive summary and key issues for discussion</b>		
<p>From January 2018 the Trust Board will have a Non Executive Director vacancy.</p> <p>It is the responsibility of the Council of Governors to undertake a recruitment process and for the Board to reflect on future skills and experience required for Non Executive Directors. These are contained in the organisation's 'Policy for the Composition of Non Executive Directors'.</p> <p>A review was last undertaken in September 2016 and appendix 1 summarises the proposed skills and experience required going forward.</p> <p>In approving the skills and experience the Board notes an action to complete a self assessment against each NED in post from 1st January 2018 which is based on an initial view informed by CV's. The Corporate Governance Manager will undertake an analysis to enable the Senior Governor to advise the Council of Governors Remuneration/Nominations Committee of the skills gap required.</p> <p>The Governors Remuneration / Nominations Committee will in the near future be considering this issue and it is important that the Board forms a view in relation to these renewals so as to ensure that the Board has the necessary skills and experience to remain effective.</p>		
<b>Strategic context and background papers (if relevant)</b>		
Policy for the Composition of Non Executive Directors		
<b>Recommended Resolution</b>		
The Trust Board following a review of the skills and experience analysis required to ensure an effective Board decided to approve the recommendation of skills required.		
<b>Risk and assurance</b>		
<b>Link to CQC Regulations</b>		
Regulation 17: good governance		
<b>Resource Implications</b>		
<b>Key communication points (internal and external)</b>		

### Freedom of Information Status

FOI exemptions must be applied to specific information within documents, rather than documents as a whole. Only if the redaction renders the rest of the document non-sensical should the document itself be redacted.

**Application Exemptions:**

- **Prejudice to effective conduct of public affairs**
- **Personal Information**
- **Info provided in confidence**
- **Commercial interests**
- **Info intended for future publication**

Please tick the appropriate box below:

✓

**A. This document is for full publication**

**B. This document includes FOI exempt information**

**C. This whole document is exempt under FOI**

IMPORTANT:

If you have chosen B above, highlight the information that is to be redacted within the document, for subsequent removal.

Confirm to the Trust Secretary, which applicable exemption(s) apply to the whole document or highlighted sections.

### Equality & Diversity impact assessment

Are there concerns that the policy/service could have an adverse impact because of:	Yes	No
Age		✓
Disability		✓
Sex (gender)		✓
Race		✓
Sexual Orientation		✓
Gender reassignment		✓
Religion / Belief		✓
Pregnancy and maternity		✓
Civil Partnership & Marriage		✓

If YES to one or more of the above please add further detail and identify if full impact assessment is required.

### Next steps

To notify the Council of Governors Nomination & Remuneration Committee of the skills and experience required for Non Executive Directors.

### Appendices

### Strategic Objectives supported by this report

Improving Quality		Maintaining financial sustainability	
Transforming how cancer care is provided across the Network		Continuous improvement and innovation	
Research		Generating Intelligence	

### Link to the NHS Constitution

Patients		Staff	
Access to health care		<i>Working environment</i> Flexible opportunities, healthy and safe working conditions, staff support	
Quality of care and environment		<i>Being heard:</i> <ul style="list-style-type: none"> <li>• Involved and represented</li> <li>• Able to raise grievances</li> <li>• Able to make suggestions</li> <li>• Able to raise concerns and complaints</li> </ul>	
Nationally approved treatments, drugs and programmes			
Respect, consent and confidentiality			
Informed choice		Fair pay and contracts, clear roles and responsibilities	
Involvement in your healthcare and in the NHS		Personal and professional development	
Complaint and redress		Treated fairly and equally	

<b>Non Executive Director Skills Matrix</b>
Ability to ensure the effectiveness of the Board and Council of Governors in shaping the FT's strategy, planning and delivery of performance against its agreed purpose and vision
Demonstrate experience of working with key external stakeholders including local politicians
Ability to provide leadership in shaping and developing the organisational strategy
Experience in a senior leadership role for a large organisation
Ability to articulate a vision for the Trust and to communicate it internally and externally
Experience of working in a regulated industry/ sector
Able to demonstrate pride and enthusiasm for the organisation
Financial management and governance skills
Proven track record in managing major financial transactions
Finance expertise in a large organisation or an experienced accountant handling large business portfolios
Experience of Chairing a meeting at a senior level for or in the public or private sector
Bring an element of entrepreneurial vision and business negotiation skills
Brings commercial experience from outside the NHS to the business and service development
Experience of critically appraising business options
Track record in managing the implementation of new business opportunities
Experience of developing funding arrangements for capital developments in the commercial sector
Track record in managing performance in a contractual environment
Ability to transfer commercial principles to NHS environment
Experience of working at senior level in a Health Care setting as a doctor or nurse
Ability to understand and articulate the potential for development in Clinical Services whilst ensuring both clinical quality and effectiveness (£)
Detailed knowledge and understanding of systems to minimise risk in Clinical Services
Shows and understanding of the relationships between aspirations in clinical development and commissioning
Understanding of Research and Development Governance frameworks
Knowledge and understanding of the use and impact of regulation systems
Experience in a large organisation either private and/ or public sectors at a senior level covering change and achieving competitive advantage gained at a strategic level
Experience of strategic marketing of a service sector organisation including effective public relation skills
Experience and proven track record of building effective relationships with other public sector and commercial organisations
Expertise in crisis management and public affairs skills at local and national political level
Knowledge and understanding of charitable fund raising
Senior level experience of marketing campaigns
Sound knowledge of the media and contacts at local and national level
Ability to challenge in a constructive manner/ networking/ influencing skills
<b><u>Vice Chair</u></b> Ideally to have the skills and attributes as closely aligned to those identified for the Chair of the Trust
<b><u>Senior Independent Director</u></b> To have a knowledge of organisational development and appraisal systems