

## COUNCIL OF GOVERNORS' MEETING

9 FEBRUARY 2017

Paper Title:	Approved Minutes of Council of Governor Committee and Working Group Meetings
Lead Director:	Michael Smith, Chair
Paper Author:	Stella Jackson, Deputy Trust Secretary
Agenda Item:	12
Presented For:	For noting

### 1. PURPOSE OF THIS PAPER:

To provide Governors with the approved minutes from Council of Governor Committee meetings and the Membership Development Committee Working Group meetings.

### 2. MINUTES:

The Council of Governors Nomination's Committee Terms of Reference contain a requirement that the minutes of the Committee meetings should be submitted to Trust Board. The minutes of the following meetings, are therefore, attached.

- Membership Development Working Group, 11 October 2016;
- Nomination's Committee, 27 July 2016;
- Nomination's Committee, 21 November 2016; and
- Nomination's Committee, 28 November 2016.

### RECOMMENDATIONS:

That the Council of Governors:

- Notes the approved minutes.

**BRADFORD DISTRICT CARE TRUST**

**Minutes of Council of Governors' Membership Development Working Group  
held at Bradford District Care Trust, New Mill, Saltaire, Shipley, BD18 3LD  
at 5.00 pm on Tuesday 11<sup>th</sup> October 2016**

Present:	Ann West	Public Governor, Shipley
	David Spencer	Public Governor, Bradford West
	Kevin Russell	Public Governor, Bradford East
	Nick Smith	Public Governor, Keighley
	Sandra McIntosh	Public Governor, Bradford South
	Noel Waterhouse	Clinical Staff Governor
	Michelle Eggett	Public Governor, Bradford South
In attendance:	Stella Jackson	Deputy Trust Secretary
	Katie Watmough	FT Team Administrator

**1. WELCOME AND APOLOGIES**

The Chair welcomed everyone to the meeting. Apologies had been received from Mr Hogg, Mrs Martin-Richards and Mrs Chatwin. Mr Khan was also absent from the meeting and apologies had not been received.

**2. DECLARATIONS OF INTEREST**

There were no declarations of interests.

**3. MINUTES OF THE MEMBERSHIP DEVELOPMENT COMMITTEE MEETING  
HELD ON 4 MAY 2016**

The minutes of the meeting held on 4 May 2016 were agreed to be a true and accurate record.

**4. MATTERS ARISING FROM THE MEMBERSHIP DEVELOPMENT COMMITTEE  
MEETING HELD ON 4 MAY 2016**

Actions

**4/15/16-1:** The Deputy Trust Secretary reported that she had discussed the impact of the local authority budget cuts on young people participation. She had been informed that Barnardo's are subject to budget cuts every year as part of the Local Authority budget planning round. Public Governor, Nick Smith, added that whilst funding had been confirmed for the current financial year, Barnardo's had been turning WRAP referrals down due to the current and ongoing high demand for this service. Barnardo's did not have the funds or capacity to increase the numbers.

Approximately 4 referrals were being denied every week. **Action: Mr Smith, Public Governor, to raise this issue at a future Council of Governors meeting.**

The Deputy Trust Secretary reported that the Annual Members Meeting and the Governor “Drop-in” sessions had been successful. Staff Governor, Mr Waterhouse, advised that the Staff Governor table was not very well attended and highlighted to the group that members of staff were not aware of the meeting. The Deputy Trust Secretary advised this would be included in the evaluation report from the event. The meeting had been publicised to staff via internal communications. **Action: Mr Waterhouse to speak to other Staff Governors about more effective ways in which to engage staff.**

Mr Russell commented that the majority of feedback received on the Bradford East Governor table about the Trust’s services was positive, however there were numerous issues around GP’s and access to GP Practices. **Action: FT Administrator to update the contacts sheet with GP Practice Manager details.**

Mrs McIntosh expressed concern about a lack of any support network for service users around Mental Health. Mr Smith reported that the West Yorkshire Vanguard was considering how to address these issues.

**4/5/16-5:** The Deputy Trust Secretary reported that the Governor group space was not a viable option. Consequently, the Trust was looking to utilise its website to enable secure access to papers.

## **5. REVISED TERMS OF REFERENCE**

The Deputy Trust Secretary reported the Terms of Reference contained proposed changes for consideration.

**Members of the Working Group approved the revised Terms of Reference subject to the following amendment:**

**Section L being updated to read “Archives of minutes and papers relating to the Membership Development Working Group can be obtained from the Membership office”.**

The group noted the Chair of the Working Group had not attended a number of meetings due to external commitments. The Group suggested that the Deputy Trust Secretary determine from the current Chair whether he wished to continue in the role. Mr Smith reported that should the Chair wish to stand down, he would like the opportunity to Chair the meeting. **Action: Deputy Trust Secretary to discuss with the current Chair.**

## 6. MEMBERSHIP STRATEGY

### 6a: MEMBERSHIP REPRESENTATIVENESS

The Deputy trust Secretary reported that the role of the Working group was to analyse the membership, identify any significant gaps and target membership recruitment events accordingly.

She referred Working Group members to a table within the paper which highlighted that whilst there had been an increase in the number of members aged 0-16, this number was still relatively low when compared to other age groups. The reason was partly attributable to the only recruiting members aged 14+. The table also highlighted that there has been an increase in members aged 17-21 and 22+.

The Deputy Trust Secretary reported that the team would be attending an event at Bradford University in November. Mr Spencer, Mrs West and Mr Russell expressed an interest in attending this session. **Action: Team Administrator to send details of the event to Mr Spencer, Mr Russell and Mrs West.**

There would also be an event in January at Craven College. Unfortunately the team had to cancel attendance at a recruitment event at Bradford College on Wednesday 5<sup>th</sup> October due to unforeseen circumstances. It was recommended that all Public Governors be invited to take part in all future events as this would reduce the possibility of any events being cancelled.

The Deputy Trust Secretary reported that historically the team had attended events at Upper Schools in the area and that if this was something that the group wanted to pursue then the Membership Office would be able to supply Membership forms and leaflets. Mr Smith reported that he was currently working with young people at Barnardo's. That group was considering hosting mental health related talks within the schools. It was envisaged he would be able to promote membership during those events. Mr Smith also reported he had promoted membership to young people attending WRAPs at Barnardo's.

Mr Waterhouse queried whether the Trust was planning to hold another young people's event. The Deputy Trust Secretary reported that the next event would be led by Airedale NHS Foundation Trust, Bradford Teaching Hospital Foundation Trust or the CCG's. The Trust would take part in event planning and delivery. The next event would be held in 2017.

### 6b: MONITORING OF ACTIONS FROM THE STRATEGY

The following key points were raised about the actions contained within the Membership Strategy:

- The Trust's Social Media policy was being reviewed to encourage greater use of this medium by staff and governors;

- Governors continued to promote membership of the Trust via individual networks and meetings. They recognised a need to record their recruitment activities through the Membership office
- Mr Smith, Public Governor, would discuss with Mr Oversby (the Barnardo's appointed Governor) further opportunities to engage members in young people work at Barnardo's. **Action: Mr Smith;**
- The Annual Members Meeting had been utilised to engage members in the work of the Trust. The Dementia Talk on 24<sup>th</sup> November would also be a good forum for Governors to attend to obtain views from members about the Trust's services as the talk was likely to be very popular.

### **6c: GOVERNOR-ONLY ACTIONS**

The following points were raised about the governor-only actions within the Membership Strategy:

- Mrs West reported to the group that she had taken membership forms to the Kirkgate Centre as the staff and volunteers were interested in becoming members;
- Mr Russell reported that he would contact Shipley youth café and other youth groups in the area to gauge feedback about the Trust's services and to promote membership of the Trust. **Action: Mr Russell;**
- Mr Smith reported that he holds a WRAP group in Keighley which linked into the CAMHS service at Hillbrook. He had been advising those who attended about opportunities to highlight any issues about the Trust's services to him as their governor. Mr Smith also reported that both he and a service user would be meeting with the Service Manager for CAHMS to discuss issues raised with him;
- Mrs Eggett agreed to forward details about her attendance at recent events to the Membership office. **Action: Ms Eggett;** and
- Mrs McIntosh reported that she and Mrs West have been invited to the Launch of the Women's Health Network that CNet were hosting at City Training Services in Bradford. Mrs McIntosh and Ms West agreed to host a membership stall at the event. **Action: FT Administrator to make the necessary arrangements with CNet.**

The group discussed the importance of informing the Membership Office about events attended as this was evidence that membership was being promoted by Governors.

**Action: i) Governors to update the Membership Office about membership recruitment activities undertaken by them; and ii) Team Administrator to email a copy of the Membership form to all governors along with the link to the form on the membership website.**

### **6d: FEEDBACK FROM PERFORMANCE EVALUATION REVIEW**

The Deputy Trust Secretary reported that following on from the Performance Evaluation meeting on 22<sup>nd</sup> September, a small Task and Finish Group had been established to consider the actions arising from the meeting. The group would be

meeting on 13th October. **Action: Task and Finish group members to provide an update at the next Membership Working Group meeting.**

One action related to Governors obtaining feedback from services users and patients from Community Services. Mrs Gilderdale, Interim Director of Nursing and Operations was supportive of this action and had suggested that Governors be invited initially to obtain feedback about the Trust's Dental, Health Visiting, Podiatry and Learning Disability services. **Action: Deputy Trust Secretary to develop a survey questionnaire and to forward this to Governors.**

## **7. Next meeting**

The group considered it appropriate that meetings take place more frequently. The group proposed the following meeting dates:

- 5.30pm on Tuesday 10<sup>th</sup> January 2017
- 5.30pm on Wednesday 8<sup>th</sup> March 2017
- 5.30pm on Tuesday 13<sup>th</sup> June 2017
- 5.30pm on Tuesday 3<sup>rd</sup> October 2017

**Action: FT Administrator to email the 2017 Membership Working Group Meetings dates to working group members**

## **8. ANY OTHER BUSINESS**

There were no other items of business and the meeting concluded at 7.00 pm.

**COUNCIL OF GOVERNORS' MEMBERSHIP DEVELOPMENT COMMITTEE  
MEETING, 11 OCTOBER 2016**

ACTIONS

Ref No	Actions requested	Timescale	Progress
4/5/16-1	<p><u>Impact on LA Budget Cuts</u></p> <p><b>Deputy Trust Secretary</b> to determine whether the local authority budget cuts would impact on the young people participation work.</p>	October 2016	Update provided to Working Group members at the 11/10/16 meeting
11/10/16 -1	<p><u>Matters Arising from the Membership Development Committee Meeting Held on 4 May 2016</u></p> <p>i) <b>Mr Smith, Public Governor</b> to raise an issue, at a future Council of Governor meeting, around WRAP referrals and the numbers being turned away on a weekly basis;</p> <p>ii) <b>Mr Waterhouse</b> to speak to other Staff Governors about effective ways in which to engage staff, in view of a lack of attendance by staff at the Annual Members Meeting;</p> <p>iii) <b>FT Administrator</b> to update the useful contacts sheet with GP Practice Manager details.</p>	<p>February 2017</p> <p>December 2016</p> <p>December 2016</p>	<p>Completed and circulated via Friday Folder email on 16/12/2016</p>
11/10/16-4	<p><u>Terms of Reference</u></p> <p><b>Deputy Trust Secretary</b> to:</p> <p>i) Amend the wording to Section L in the Terms of reference</p> <p>ii) Discuss with chair whether he wishes to continue in the role</p>	<p>November 2016</p> <p>October 2016</p>	<p>Completed</p> <p>Chair reported he wished to stand down as Chair</p>

11/10/16-5	<u>Membership Strategy</u>  <b>FT Administrator</b> to send details to Governors about the Bradford University Event on 23 <sup>rd</sup> November 2016.	October 2016	Complete
11/10/16-6	<u>Monitoring of actions from the Strategy</u>  <b>Mr Smith, Public Governor</b> to discuss with Mr Oversby further opportunities to engage members in young people work at Barnardo's	January 2017	
11/10/16-7	<u>Governor-Only Actions</u>  i) <b>Mr Russell</b> to contact Shipley youth café and other youth groups in the area to obtain feedback and promote membership  ii) <b>Ms Eggett</b> to forward details of events attended to the office for recording  iii) <b>FT Administrator</b> to make arrangements with CNet around Women's Health Network Launch on 9 <sup>th</sup> November 2016  iv) All Governors to update membership office about membership activities undertaken by them  v) <b>FT Administrator</b> to email a copy of the Membership form to all governors along with the link to the form on the membership website	January 2017  January 2017  October 2016  Ongoing  October 2016	Event attended      Complete
11/10/16 -8	<u>Feedback from Performance Evaluation review</u>  i) <b>Task and Finish group members</b> to provide an update at the next Membership Working Group meeting.  ii) <b>Deputy Trust Secretary</b> to develop a questionnaire to be used by governors to obtain feedback from community services	January 2017  October 2016	Completed
11/10/16-9	<u>Next Meeting</u>  <b>FT Administrator</b> to circulate dates for upcoming meetings to members of the working group.	October 2016	Completed

## **BRADFORD DISTRICT CARE TRUST**

### **Minutes of Council of Governors' Nominations Committee held at Bradford District Care Trust, New Mill, Saltaire, Shipley, BD18 3LD at 12.30 pm on Wednesday, 27 July 2016**

Present: Michael Smith Chair (for agenda items 1-6 and 8-9)  
Nadira Mirza Non-Executive Director (for agenda  
item 7)  
Colin Perry Public Governor, Bradford West  
David Spencer Public Governor, Bradford West  
Michelle Eggett Public Governor, Bradford South

In attendance: Paul Hogg Trust Secretary  
Stella Jackson Deputy Trust Secretary  
Rob Vincent Senior Independent Director (for  
agenda item 7)

#### **1. RE-APPOINTMENT OF CHAIR**

In order to accommodate diary commitments, it was agreed that this item would be brought forward.

Mr Vincent introduced the paper which recommended the re-appointment of Mr Michael Smith as Chair of the Trust. This recommendation was based upon the following:

- Successful attainment of FT status;
- Achievement of a 2015/16 FSRR score of 4 and governance rating of green (the highest obtainable);
- Achievement of a CQC assessment of 'good' across all quality and safety domains;
- The Chair's personal performance during the 2015/16 financial year; and
- The risk posed to the Trust should the Chair and Chief Executive leave the Trust at the same time.

**The Nominations Committee agreed to recommend to the Council of Governors that Mr Smith be re-appointed to the role of Chair of the Trust for a second term, from 17 September 2016 to 16 September 2019.**

#### **2. WELCOME AND APOLOGIES**

The Chair welcomed everyone to the meeting, including new Committee members (Mr Spencer and Ms Eggett). Apologies were received from Ms Mirza for agenda items 1-6 and 8-9.

### **3. DECLARATIONS OF INTEREST**

There were no declarations of interest.

### **4. MINUTES OF THE MEETING HELD ON 16 NOVEMBER 2016**

The minutes of the meeting held on 16 November 2016 were agreed to be a true and accurate record.

### **5. MATTERS ARISING FROM THE MEETING HELD ON 16 NOVEMBER 2016**

Item 4: Non-Executive Director Appointment – Mr Perry reported the service users and carers involved in the selection process had arrived at a different conclusion about the appointment of the Non-Executive Director than that which was finally reached. Mr Perry asked whether those people had been informed of the rationale for the final decision and whether they had expressed an opinion about the appointment. In response, Mr Hogg reported the Trust's Involvement lead had subsequently spoken to the service users and carers and they believed the Trust's feedback mechanism could have been more effective. The Chair added that the process had been subject to tight timescales which had impacted on the Trust's ability to provide its usual direct feedback to members of the interviewing panel. However, lessons had been learnt from the process and a number of actions would be taken to make this more effective in future. These included:

- A member of the Involvement team taking part in the interviewing process;
- Service users and carers being advised about the advisory nature of their role; and
- Services users and carers being educated about the role of a Non-Executive Director.

Mr Perry then asked why the Trust had two Nominations Committees and expressed concern about potential duplication of effort. He also pointed out that the Trust's Nominations Committee's terms of reference did not incorporate reference to the Council of Governors' Nominations Committee. In response, the Deputy Trust Secretary informed the Committee that the FT Code of Governance recognised there could be one or two Nominations Committees (the Trust had two) and that the Council of Governors' Nominations Committee was responsible for recommending the appointment of Non-Executive Directors to the Council of Governors. The Council of Governors had the power to approve the appointment. The Trust Secretary added that the Trust Board Nominations Committee had an advisory role in relation to the Non-Executive Director appointments. That Committee made recommendations to the Council of Governors' Nominations Committee for scrutiny and challenge prior to a recommendation being forwarded to the Council of Governors' for approval. He added that members of the Trust Board Nominations Committee were also on the Council of Governor's Nominations Committee which ensured the continuity of messages. Mr Hogg then pointed out the importance of the Committee paying attention to succession planning.

## **6. MINUTES OF THE MEETING HELD ON 26 APRIL 2016**

The minutes of the meeting held on 26 April 2016 were agreed to be an accurate record.

## **7. MATTERS ARISING FROM THE MEETING HELD ON 26 APRIL 2016**

### Actions

- 26/4/16-1: Succession Planning – the Trust Secretary reported the meetings of the Trust Board Nominations Committee and the Council of Governors' Nominations Committee had been arranged.

## **8. SUCCESSION PLANNING**

### Non-Executive Directors

The Chair reported he had circulated, at the previous meeting, a table showing Non-Executive Director appointment dates. He informed the Committee that a decision would shortly be required about whether to re-appoint Mr Vincent for a second term of office, commencing on 28 February 2017. A decision was also required relating to the re-appointment of Ms Mirza who would complete her second term in office on 31 March 2017. The Chair recommended that the Committee give detailed consideration to succession planning in November 2016. This would need to take account of the skills required to deliver the Trust's ambitions.

Committee members asked whether the Trust was able to extend a person's term of office beyond two terms. In response, the Deputy Trust Secretary reported the FT Code of Governance recognised that in exceptional circumstances (i.e. following authorisation as a Foundation Trust), the terms of office could be extended to beyond two years. She also pointed out the role of Governors in seeking assurance about the independence of the Non-Executive Directors when considering any re-appointment.

### Chief Executive

The Chair reported that Mr Large would be leaving the Trust at the end of August 2016. Ms Lees had been appointed as Interim Chief Executive and Ms Gilderdale as the Interim Director of Operations and Nursing, with effect from 1 September 2016.

The Trust Board Nominations Committee would be reviewing the Chief Executive job description and specification at a meeting on 11 August 2016. Search consultants would be appointed in September to assist with the recruitment. It was anticipated that the appointment process would be finalised during early November to enable the Council of Governors to make a decision about the appointment at its meeting on 10 November. In the meantime, consideration was being given to Governor involvement in the appointment process.

During ensuing discussion, the following key points were made:

- Service users and carers would be involved in the recruitment process;
- Candidates would be required to take part in an assessment centre, the content of which was being developed; and
- It was important that the new leader was engaging, articulate and had the ability to deliver the requirements of the Five Year Forward View and orchestrate the Board.

**Nominations Committee members noted the update.**

## **9. FUTURE MEETING DATES**

It was agreed the Committee would next meet toward the end of November. **Action: Deputy Trust Secretary to circulate the proposed meeting date.**

## **10. ANY OTHER BUSINESS**

There were no other items of business. The meeting concluded at 1.40 pm.

**COUNCIL OF GOVERNORS' NOMINATIONS COMMITTEE MEETING  
27 JULY 2016**

**ACTIONS**

Ref No	Actions requested	Timescale	Progress
26/4/16-1	<u>Succession Planning</u> <b>Trust Secretary</b> to arrange a meeting of the Trust Board Nomination's Committee <b>Deputy Trust Secretary</b> to arrange a meeting of the Council of Governor's Nominations Committee	To organise following the Council of Governors' Meeting on 12 May 2016	Reported as completed at the meeting on 27 July 2016
27/7/1	<u>Future Meeting Dates</u> <b>Deputy Trust Secretary</b> to circulate the date of the November meeting.	One month	Completed Next meeting taking place on 28/11/16

## **BRADFORD DISTRICT CARE TRUST**

### **Minutes of Council of Governors' Nominations Committee held at Bradford District Care Trust, New Mill, Saltaire, Shipley, BD18 3LD at 12.00 noon on Monday, 21 November 2016**

Present: Michael Smith Chair  
Nadira Mirza Non-Executive Director (by  
teleconference) Colin Perry Public Governor, Bradford West  
David Spencer Public Governor, Bradford West (by  
teleconference)

In attendance: Paul Hogg Trust Secretary  
Stella Jackson Deputy Trust Secretary

#### **1. APOLOGIES FOR ABSENCE**

Apologies were received from Ms Eggett.

#### **2. DECLARATIONS OF INTEREST**

Ms Mirza pointed out that the paper contained information relating to the expiry of her term of office. As this matter would not be considered during the meeting, the Chair did not believe this amounted to a conflict of interest and authorised Ms Mirza to take part in the discussion.

#### **3. RE-APPOINTMENT OF A NON-EXECUTIVE DIRECTOR**

The Chair reported the purpose of the meeting was to consider whether to recommend that the Council of Governors approve the re-appointment of Mr Banks as a Non-Executive Director, with effect from 1 December 2016. Mr Hogg added that approval from the Council of Governors would be sought by written resolution (as permitted within the constitution) as the Council was not due to meet again until February 2017. The deadline for the written resolution was 9.00 am on Thursday, 1 December 2016 and 14 Governors were required to vote in favour of the appointment in order for the resolution to be passed.

The Chair then informed the Committee that the Trust Board Nomination Committee had given due consideration to the re-appointment during succession planning discussions. That Committee had resolved to recommend the appointment to the Council of Governor Nominations Committee as Mr Banks was a key member of the Board. He Chaired the Audit Committee (as he had the requisite financial

knowledge and experience required to do this), he was a member of the Finance, Business and Investment Committee and he was the lead NED on Health and Safety matters. Mr Perry reported he had observed Mr Banks at Board meetings and believed him to be very knowledgeable. He also believed he effectively challenged Board decision making. Consequently, Mr Perry was happy to endorse the re-appointment, as were other members of the Committee.

**The Council of Governors Nomination's Committee agreed to recommend to the Council of Governors, through a written resolution, the re-appointment of Mr Banks for a second three year term, commencing on 1 December 2016.**

#### **4. ANY OTHER BUSINESS**

There were no other items of business.

#### **5. DATE AND TIME OF NEXT MEETING**

The next meeting would take place on Monday, 28 November 2016 at 5.30 pm at New Mill, Victoria Road, Saltaire, Shipley.

The meeting concluded at 12.15 pm.

## **BRADFORD DISTRICT CARE TRUST**

### **Minutes of Council of Governors' Nominations Committee held at Bradford District Care Trust, New Mill, Saltaire, Shipley, BD18 3LD at 5.30pm on Monday 28 November 2016**

Present:	Michael Smith	Chair
	Nadira Mirza	Non-Executive Director
	David Spencer	Public Governor, Bradford West
	Colin Perry	Public Governor, Bradford West
In attendance:	Paul Hogg	Trust Secretary
	Ritta Harrison	PA

#### **1. WELCOME AND APOLOGIES**

The Chair welcomed everyone to the meeting and reported that the purpose of the meeting was to consider the re-appointment of two Non-Executive Directors whose terms in office were due to expire.

Apologies were received from Ms Eggett.

#### **2. Declaration of Interests**

Nadira Mirza pointed out that item 5 referred to the expiry of her term of office. It was agreed that this item would be discussed last and Ms Mirza would leave the meeting.

#### **3. Minutes of meetings held on**

The minutes of the meeting held on 27 July and 21 November 2016 were accepted as a correct record.

#### **4. Matters Arising from the minutes**

Mr Perry referred to the successful recruitment process for the Chief Executive appointment and stressed that it was important to remember this for future processes. The Chair responded that this process would be used for the Director of Nursing appointment.

It was agreed at the meeting held on 21 November 2016 to approve the re-appointment of Mr Banks as a Non-Executive Director with effect from 1 December 2016. Nineteen positive confirmations from written resolutions were received from Governors and it was agreed to chase up the outstanding confirmations in order that all Governors had an opportunity to respond.

## **5a. Re-Appointment of Non-Executive Directors**

Rob Vincent

Mr Vincent as Deputy Chair, SID and Chair of FBIC has made a significant contribution to strategic discussions at Board and Committee meetings and has brought local and central Government experience at a national level. The Chair recommended that Mr Vincent should be appointed for a second term.

Nadira Mirza

Ms Mirza's second term comes to an end on 31 March 2017 albeit a reduced term of office awarded by the then NHS Trust Development Agency of two years. Ms Mirza was keen to continue for another year. The Committee discussed the options available and concluded that a re-appointment for a shorter period of 6 months would be recommended. This would then give time to allow the recruitment of a suitable replacement and enable an overlap and handover.

The Nominations Committee agreed that a job specification be drawn up by HR to reflect requirements and research scoping was undertaken beforehand.

### **The Committee agreed to recommend to the Council of Governors:-**

- **The re-appointment of Rob Vincent and;**
- **The re-appointment of Nadira Mirza for a shorter period of six months.**

## **5b. Succession Planning of Non-Executive Directors**

The Chair presented the report to consider the terms of office of two Non-Executive Director positions that expire in February and March 2017 respectively.

The Chair advised that assurance could be taken from the departure of Mr Large and the appointment of Ms Lees and with the resulting cascade from interim appointments there was strength and depth within the organisation. The Trust Board was in a robust position. The Chair added the recruitment process was underway for the Director of Nursing. The Chair also reported that although succession would be required for the Trust Board, it was appropriate to apportion a period of time for the Chief Executive to consider the structure of the Board.

It was agreed that with service redesign, STPs, financial constraints, securing new business amongst others the Trust would need someone on board to challenge existing paradigms to get the Trust Board thinking differently; an innovator, lateral thinker, but also complementing the work of the Board in achieving and leading BDCFT's vision and plans. It was suggested that it would be useful to examine areas such as Bradford University, Bradford Institute of Health Research, Born in Bradford, Cellar Trust, Mind, Sharing Voices, Bradford Assembly as well as long standing organisations within the community.

The Chair added it would be useful for the Trust to develop a fund of people who

were NED ready but may benefit from experience by offering opportunities for shadowing.

## **6 Terms of Reference**

The paper was presented by the Chair. With regards to the point to reduce the quorum for the meeting from four to three it was proposed that this be reduced to three to include two Governors and one Board member.

### **The Nominations Committee:**

- **Approves the proposed changes to the Nominations Committee's terms of reference;**
- **Agrees to recommend the amendments to the Council of Governors for formal approval; and**
- **Notes the revised Committee membership.**

## **7 Future Meeting dates**

It was agreed the Committee would meet at the end of January/beginning of February 2017. **Action: Deputy Trust Secretary to circulate the proposed meeting date.**

## **8 ANY OTHER BUSINESS**

The Chair said he would discuss scoping work with the Director of HR & OD whereby Ms Mirza could be employed as a conduit. It was agreed preparatory work be undertaken between now and the next meeting to enable a defined process to be presented at Council of Governors meeting on 9 February 2017.

**COUNCIL OF GOVERNORS' NOMINATIONS COMMITTEE MEETING  
28 NOVEMBER 2016**

**ACTIONS**

Ref No	Actions requested	Timescale	Progress
26/4/16-1	<u>Succession Planning</u> <b>Trust Secretary</b> to arrange a meeting of the Trust Board Nomination's Committee <b>Deputy Trust Secretary</b> to arrange a meeting of the Council of Governor's Nominations Committee	To organise following the Council of Governors' Meeting on 12 May 2016	Meeting on 25/1/17