

## Council of Governors

**1 July 2021**

<b>Paper title:</b>	Governor-led Committee membership	<b>Agenda item</b>  <b>16.0</b>
<b>Presented by:</b>	Nicky Green, Lead Governor	
<b>Prepared by:</b>	Paul Hogg, Director of Corporate Affairs	

Purpose of the report		
To update the process for agreeing new membership for Governor-led Committees.	For approval	
	For discussion	<b>X</b>
	For information	<b>X</b>

Executive summary		
<p>This report seeks expressions of interest in joining Governor-led Committees to be sent by email to the Chair, via <a href="mailto:aisha.karim@bdct.nhs.uk">aisha.karim@bdct.nhs.uk</a> by <b>30 July 2021</b>. Depending on the number of expressions of interest received, the Chair may wish to suggest a revision to one of more of the Committee memberships, in discussion with the Lead Governor.</p>		
Do the recommendations in this paper have any impact upon the requirements of the protected groups identified by the Equality Act?	<p style="text-align: center;"><b>State below</b> <b>'Yes' or 'No'</b></p> <p style="text-align: center;"><b>No</b></p>	If yes please set out what action has been taken to address this in your paper

Recommendation
<p>The Council of Governors is asked to:</p> <ul style="list-style-type: none"> <li>• consider expressions of interest for membership of Governor-led Committees.</li> </ul>

<b>Strategic vision</b>				
Please mark those that apply with an X				
Providing excellent quality services and seamless access	Creating the best place to work	Supporting people to live to their fullest potential	Financial sustainability growth and innovation	Governance and well-led
				X

<b>Care Quality Commission domains</b>				
Please mark those that apply with an X				
Safe	Effective	Responsive	Caring	Well Led
				X

<b>Relationship to the Board Assurance Framework (BAF)</b>	The work contained with this report links to the following strategic risk(s) as identified in the BAF: <ul style="list-style-type: none"> <li>N/A.</li> </ul>
<b>Links to the Corporate Risk Register (CRR)</b>	The work contained with this report links to the following corporate risk(s) as identified in the CRR: <ul style="list-style-type: none"> <li>N/A.</li> </ul>
<b>Compliance and regulatory implications</b>	The following compliance and regulatory implications have been identified as a result of the work outlined in this report: <ul style="list-style-type: none"> <li>Working with the NHS Improvement regulatory framework.</li> <li>Compliance with the Foundation Trust Code of Governance</li> </ul>

## Governor-led Committee Membership

### Governor-led Committees

With the new intake of Governors it is timely to consider the composition of the Governor led-Committees and seek expressions of interest from Governors with relevant skills and experience.

**Governors are invited to express an interest in joining any of the Committees to the Trust Chair via the following email ([aisha.karim@bdct.nhs.uk](mailto:aisha.karim@bdct.nhs.uk)) by 30 July 2021.** Appendix 1 should be completed to indicate which Committee is of interest (and can be more than one Committee).

As background, the three Committees are as follows:

- **Nominations Committee:** recommends to the Council of Governors the appointment/re-appointment of Non-Executive Directors (including the Chair). Also pays attention to succession planning of NEDs/Chair on the Board. This Committee meets approximately 2-3 times a year, depending on need.
- **Remuneration Committee:** agrees the appraisal process for the Trust Chair with the Senior Independent Director and reviews the objectives and annual appraisals of the Chair and Non-Executive Directors for recommendation to the Council of Governors. The committee also recommends to the Council of Governors the remuneration levels of the NEDs/Chair. This Committee typically meets once or twice each year.
- **Membership Development Committee:** reviews the representativeness of the membership and considers how to recruit new and engage existing members of the Trust. Also recommends the Membership Strategy to the Council of Governors. This Committee meets 2-3 times each year.

The terms of reference for each of the Committee are attached at Appendices 2-4. The Trust currently has the following Governors involved on the Committees, although depending on expressions of interest, the Chair may wish to suggest a revision to one or more of the Committee memberships, in discussion with the Lead Governor.

Committee	Existing membership
Remuneration Committee	The Committee will consist of five members who will be Governors, one of whom will be the Lead Governor, or the Deputy Lead Governor should the Lead Governor be unavailable. Membership will be disclosed in the Annual Report and Accounts. Membership of the Committee shall be reviewed annually.

	Governors wishing to express an interest in joining the Committee shall discuss their nomination with the Lead Governor, and Chair of the Trust.
Nominations Committee	The Committee will consist of five members comprised of three Governors, one of whom will be the Lead Governor, or the Deputy Lead Governor should the Lead Governor be unavailable; and two members of the Board of Directors (at least one shall be a Non-Executive Director).
Membership Development Committee	The Working Group shall consist of not less than five Governors appointed by the Council of Governors at a formal meeting. Membership of the Working Group will be disclosed in the Annual Report.

## Appendix 1

### Expression of Interest for Governor-led Committees

Governor Name:

Committee	Expression of interest Yes / No	Any knowledge, experience or interest relevant to this Committee
Nominations Committee		
Remuneration Committee		

Membership Development Committee		

**Return of Your Nomination:**

Please return this to Cathy Elliott, via email: [aisha.karim@bdct.nhs.uk](mailto:aisha.karim@bdct.nhs.uk)  
by 5.00pm on Friday, 30 July 2021.