

Escalation and Assurance Report

**Report from: Nominations Committee
(Board of Directors)**

Date the meeting took place: 11 October 2021

Key discussion points and matters to be escalated from the discussion at the meeting:

Alert:

The following interim arrangements were agreed:

- Cathy Elliott will step down as Trust Chair on 5 December 2021 to move onto a new role as Chair of West Yorkshire's Integrated Care Board;
- Non Executive Director (NED) Carole Panteli had agreed to act as Interim Chair from 6 December 2021 until the start of the 2022/23 financial year, subject to subsequent Trust Chair recruitment plans, and including a period as Chair Designate during 22 November – 5 December 2021 for handover;
- NED Andrew Chang to act as Interim Deputy Chair from 30 November 2021 to 30 April 2022, with a review to be arranged via the 2022 NED appraisal process (and retain his role as Audit Committee Chair), taking over from NED and current Deputy Chair Gerry Armitage;
- NED Simon Lewis to act as Senior Independent Director (SID) from 22 November 2021 to 30 April 2022, with a review to be arranged via the 2022 NED appraisal process, taking over from NED and current SID Carole Panteli.

Associated additional remuneration within budget was approved for these interim roles.

Advise:

- Two recruitment proposals were considered, and the Committee selected Odgers Berndtson to manage the recruitment for the two NED vacancy roles due to the retirement of NEDs Gerry Armitage and Zulfi Hussain in February 2022 (and hold further discussions about including the Chair recruitment in future).
- NED Job Descriptions would focus on: 1. health and social care experience (clinical background), and 2. digital experience. One NED would be expected to have local networks and presence.
- Board members have been asked to consider the Candidate Pack, and feedback comments. Recruitment expected to start no later than early November 2021 with interviews in mid-December 2021.

Assure:

The Nominations Committee:

- Committee assured of proactive continuity and handover plans due to Chair & NED changes to ensure Board performance and governance work is maintained.
- Considered the timescales for the NED appointment process.

- Agreed that prompt action was needed to ensure time allowed for thorough handovers/induction to ensure continuity for the NED team and Board overall.
- Agreed to notify Gemma Berry, the Trust's Relationship Manager from the Care Quality Commission (CQC), of interim arrangements once news regarding the Chair had been made public this month.

Risks discussed:

- None.

New risks identified:

- None.

Report completed by: Cathy Elliott, Chair
12 October 2021