

Meeting Title	Board of Directors		
Date	13.9.18	Agenda item	Bo.9.18.5

## Report from the Chairman

Presented by	Professor Bill McCarthy, Chairman		
Author	Jacqui Maurice, Head of Corporate Governance		
Lead Director			
Purpose of the paper	The report provides an update on activity and engagement involving the Council of Governors since the previous report provided for the Board in July 2018.		
Key control			
Action required	To note and gain assurance		
Previously discussed at/informed by			
Previously approved at:	Committee/Group	Date	

### Analysis

#### Report from the Chairman

#### 1. Key items discussed at the Council of Governors meeting held 19 July 2019

##### 1.1 NED and Chair Remuneration

The Council of Governors consider NED and Chair Remuneration annually in July. They approved a recommendation presented from the Governors Nominations and Remuneration Committee that, at the present time, there is no change to be made to the remuneration of the Chair and Non-Executive Directors for 2018/19.

##### 1.2 Appointment of Associate NED

In July 2018 the Council of Governors approved the commencement of an appointment process for an 'Associate Non-Executive Director' with financial expertise to provide advice and scrutiny to support the work of the Finance and Performance Committee. In early August 2018 the Council of Governors approved the appointment of Andrew McConnell, subject to completion of the Fit and Proper Persons' (FPP) requirements. The FPP checks have been completed satisfactorily and the date for commencement in post will be confirmed shortly.

##### 1.3 Council Of Governors Engagement Policy

The Foundation Trust Code of Governance (Monitor) recommends that the Council of Governors should establish a policy for engagement with the Board of Directors for those circumstances when they have concerns about the performance of the Board of Directors, compliance with the Provider Licence or other matters related to the general wellbeing of the NHS Foundation Trust. Governors reviewed and approved the Council of Governors Engagement Policy.

##### 1.4 Non-Executive Director and Chair Appointment Process

The Council of Governors have discussed and agreed the Non-Executive Director and Chair Appointment Process which they are required to undertake annually. The process now makes explicit that it applies to the reappointment / appointment of the Chair as well as Non-Executive Directors. The process also makes explicit that the Council of Governors is required to consider and approve the Terms and Conditions (Terms of Engagement) for each reappointment / appointment made.

##### 1.5 Elections to the Council of Governors

A call for nominations for four seats on our Council of Governors will get underway during September

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2018. Nominations will be sought in relation to four seats on our Council of Governors. These cover Bradford West, Shipley, our Patient Constituency and, our Rest of England Public Constituency. Information will be circulated in the second issue of our new membership e-bulletin as well as other communications mechanisms available.

**2. Alternative Delivery Model: Special Governor Briefing.**

Matthew Horner, Director of Finance delivered a special Governor briefing on the provision of Estates and Facilities Management Services for Bradford Teaching Hospitals. The session was very well received by Governors.

**3. Governors site tour of BRI and SLH**

A number of Governors attended a site tour of BRI and SLH to support understanding of the Trust's Capital Programme. On behalf of the Governors who attended, my thanks to the Estates Division for hosting this session. It was appreciated by the Governors in attendance.

**4. Quarterly meeting with the Vice-Chair and the Lead Governor**

My next quarterly session with the Vice-Chair of the Council of Governors and Lead Governor will take place on Friday 5 October 2018 4-5pm. Dr Trevor Higgins, Deputy Chairman will be joining us. As with previous sessions, an open invitation has been extended to all Governors to attend.

**5. Joint sessions with the Non-Executive Directors**

As a reminder the next joint closed session between the Non-Executive Directors and the Governors will take place on Tuesday 16 October 2018 from 2.15pm to 3.15pm. This session will be followed by the Council of Governors meeting from 3.30pm to 5.30pm.

**Recommendation**

The Board of Directors is asked to note the report.