

<b>Meeting Title</b>	<b>Council of Governors</b>		
<b>Date</b>	<b>21 January 2021</b>	<b>Agenda item</b>	<b>CGo.1.21.9</b>

## Nominations and Remuneration Committee (NRC) Report

<b>Presented by</b>	NRC governor member		
<b>Author</b>	Jacqui Maurice, Head of Corporate Governance		
<b>Governance responsibility</b>	Council of Governors		
<b>Purpose of the paper</b>	To provide a routine report to the council of governors on matters addressed by the NRC since the previous report presented.		
<b>Action required</b>	To note		
<b>Previously discussed at/informed by</b>	Governors NRC meetings held: - 1 December 2020		
<b>Previously approved at:</b>	<b>Committee/Group</b>	<b>Date</b>	
	N/A		

### Situation and Background

#### 1. Membership of the NRC

##### 1.1 The NRC is comprised of the following members.

- Dr Max Mclean, Chairman (NRC committee chair)
- Mr Amit Bhagwat, Public Governor
- Mr Alan English, Public Governor
- Professor Alastair Goldman, Partner Governor
- Ms Wendy McQuillan, Public Governor
- Ms Hardev Sohal, Patient Governor
- Mr David Wilmshurst, Public Governor

##### 1.2 The following are 'in attendance' at the NRC.

- Ms Pat Campbell, Director of Human Resources
- Ms Laura Parsons, Associate Director of Corporate Governance / Board Secretary
- Ms Jacqui Maurice, head of corporate governance

#### 2. Items considered by the NRC at the meeting held 1 December 2020

2.1 NED Appointments update A separate paper is included on the Council of Governors meeting with regard to NED appointments.

##### 2.2 Reflections on the NED interview process (8 September 2020)

The NRC felt that it was a well-rounded and robust process that worked well. The stakeholder panel provided a less formal way to meet the candidates before the formal interview. The members of the stakeholder panel felt they understood their role and agreed that smaller stakeholder panels were beneficial as opposed to larger groups to facilitate a more focussed discussion with each candidate. It was suggested that occasionally it may be appropriate for the stakeholder panel and the appointment committee to have a key discussion prior to choosing the candidate. These points would be born in mind for future appointments.

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2.3 Report on the Chairman's appraisal 2020. A separate paper is included on the Council of Governors meeting with regard to the report on the Chairman's appraisal.

2.4 NRC Membership The NRC discussed membership of the committee and considered if a governor is unable to attend meetings of the NRC for an indefinite period, then they may need to be stood down from the NRC. A separate paper is included on the Council of Governors meeting with regard to proposed changes to the NRC terms of reference.

### 3. Next meeting of the NRC

The next quarterly meeting of the NRC is scheduled for Tuesday 9 March 2021.

#### Recommendation

The council of governors is asked to note the report from the Governors NRC.