

Meeting Title	Council of Governors		
Date	28 April 2022	Agenda item	CGo.4.22.14

Chair and NED appraisal processes 2022

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Governance responsibility	Council of Governors		
Purpose of the paper	To present the proposed Chair & NED appraisal process for 2022 for approval.		
Action required	For approval		
Previously discussed at/informed by	NHSE/I Chair appraisal process		
Previously approved at:	Committee/Group	Date	
	Governors Nominations and Remuneration Committee	15 March 2022	

Background

The Chair and Non-Executive Director (NED) appraisal processes

The Council of Governors has a statutory responsibility and a pivotal part to play in ensuring that the performance of the Chair and other Non-Executive Directors is effective and that they are making an important contribution to the leadership of the Foundation Trust.

The appraisal process is designed to:

- Ensure good governance standards are adhered to and encourage personal development.
- Evaluate individual performance and contributions.
- Set clear expectations.
- Form an integral part of improved induction, training and development support for the Chair and the NEDs.
- Provide reassurance to the Council of Governors that the performance of the Chair and the NEDs is the subject of an annual appraisal.

The appraisal processes for the Chair and the NEDs are required to be reviewed and approved annually by the Council of Governors. The processes were last reviewed by the NRC in March 2021.

Outcomes from the Chairperson and Non-Executive Director appraisal processes 2021

The appraisals for the NEDs were carried out in line with the approved process.

The report from the Chair on the outcome of the NED appraisals was presented to the NRC for review on 21 September 2021. The Council of Governors received and gained assurance from the report on 21 October 2021.

The report from the Senior Independent Director (SID) on the outcome of the appraisal of the Chair was presented to the NRC on 21 September 2021. As the agenda for the January meeting was rationalised due to the impact of the Omicron variant, the SID's report is being presented to the Council of Governors at today's meeting (item CGo.4.22.12).

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The processes have been reviewed and were presented to the Governors NRC for review on 15 March 2022.

Chair appraisal process (Appendix A)

At the NRC meeting there were no proposed amendments to the Chair appraisal process, however following the meeting, a communication was received from NHS England & Improvement (NHSEI) setting out the requirements in relation to the Chair's appraisal, directing us to the [Framework for Conducting Annual Appraisals of NHS Provider Chairs](#). Although the Framework is not prescriptive, our process is expected to be consistent with its broad principles and include mechanisms for adequate multi-source assessment against the components of the [provider chair competency framework](#).

Whilst our process included mechanisms for multi-source assessment, it was not fully aligned with the competency framework. Therefore it is proposed to make some amendments to our Chair appraisal process to address this. These amendments were agreed by the Governors NRC via e-mail.

NED appraisal process (Appendix B)

The following amendments/additions are proposed to the NED appraisal process:

- Reinstatement of the NED Peer Review (removed from the NED process in 2020 and 2021).
- A change to the amount of personal objectives a NED may have from; 'a couple' to 'a number' to accommodate those NEDs who have more than two personal objectives.
- The inclusion of 'identified areas of impact' as part of the broad review.

The Governors NRC agreed the amendments for presentation to the Council of Governors for approval.

Recommendation/s

The Council of Governors is asked to approve the Chair and NED appraisal processes for 2022.