

Meeting Title	Council of Governors		
Date	28 April 2022	Agenda item	CGo.4.22.12

Report on the Chair Appraisal Process 2021

Presented by	Julie Lawreniuk, Senior Independent Director		
Author	Jacqui Maurice, Head of Corporate Governance		
Governance responsibility	Council of Governors		
Purpose of the paper	To provide a report to the Council on the completion of the Chairman's appraisal in line with the process agreed with the Council of Governors in April 2021. The Council is asked to determine if it is assured with regard to the process undertaken.		
Action required	Decision		
Previously discussed at/informed by	Governors Nominations and Remuneration Committee held 21 September 2021.		
Previously approved at:	Committee/Group	Date	

Summary

The Council is asked to note that this report was originally scheduled to be presented to the Council in January 2022. Its delay is as a result of the streamlining of the Council meeting agenda in January to 'reduce the burden of reporting and release capacity to manage the COVID-19 pandemic' as recommended by NHSE/I. The Council will note that the report was considered by the Governors Nominations and Remuneration Committee in September 2021.

Introduction

The Chair Appraisal Process for 2021 was approved by the Council of Governors on 15 April 2021. The appraisal process is attached in full at appendix A. In line with the process the Chairman's appraisal has been undertaken.

Chairman's appraisal

Selina Ullah, Senior Independent Director conducted the Chairman's appraisal on 29 July 2021. The annual review of the 'fit and proper persons' self-declaration for the Chairman has been completed with the declarations checked and signed off by the Senior Independent Director.

In undertaking the appraisal; the Senior Independent Director sought views from the;

- Chief Executive (which included feedback from the Executive Directors)
- Non-Executive Directors
- Governors
- External Stakeholders

The outcomes from the appraisal have been fully documented and the objectives for the Chairman have been finalised and agreed.

The Council is asked to note the report attached on the completion of the Chair Appraisal and to consider if it is assured that the process has been undertaken in line with that agreed with the Council.

A copy of the appraisal documentation has been provided to NHSE/I as this now a requirement with regard to the Chairs' of NHS Foundation Trusts.

Meeting Title	Council of Governors		
Date	28 April 2022	Agenda item	CGo.4.22.12

The Council is asked to note that 'the Senior Independent Director confirms that following the Chairman's formal performance evaluation; the performance of the Chair continues to be effective and demonstrates commitment to the role'.

The NRC received this report in September 2022 and confirmed that it was assured by the report received and as such commends this report to the Council of Governors.

Recommendation

The Council is asked to decide and confirm if it is assured with regard to the appraisal undertaken by the Senior Independent Director.

Meeting Title	Council of Governors		
Date	28 April 2022	Agenda item	CGo.4.22.12

Chairman's Appraisal Process 2021

1. Introduction

The Council of Governors has a statutory responsibility and a pivotal part to play in ensuring that the performance of the Chairman is effective and is making an important contribution to the leadership of the Foundation Trust.

The Chair's Appraisal Process is designed to:

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

At the Council of Governors meeting held 15 April 2021, the Governors approved the appraisal process to be used for the Chair. The appraisal process is attached at appendix A.

2. Appraisal of the Chair and completion of the 'Fit and Proper Person's' requirements

The Senior Independent Director conducted the Chairman's appraisal on 29 July 2021. Prior to appraisal, the Chairman was provided with a copy of his objectives, appraisal pro-forma and objectives pro-forma to support him in considering and preparing for his appraisal.

The annual review of the 'Fit and Proper Persons' self-declaration for the Chairman has been completed. The declaration has been checked and signed off by the Senior Independent Director.

3. Feedback received that has informed the chairman's appraisal

- 3.1 A link to a survey to provide feedback in support of the Chair's appraisal was sent to Governors and to Non-Executive Directors.
- 3.2 The Senior Independent Director also met as a group with the Non-Executive Directors to gather collective feedback.
- 3.3 In addition to the completion of questionnaires both the Non-Executive Directors and the Governors were also offered an additional opportunity to meet collectively with the SID. There were no requests from executive directors, non-executive directors or governors to meet individually with the senior independent director in relation to the appraisal.
- 3.4 Feedback has been provided by the Chief Executive on behalf of herself and the Executive Directors.
- 3.5 To inform the chair's appraisal, the senior independent director approached two of the Trust's key stakeholders for feedback. Feedback was provided by Richard Barker, North East & Yorkshire Regional Director, NHSE/I, and from Helen Hirst, Chief Officer, Bradford District and Craven CCG.

Meeting Title	Council of Governors		
Date	28 April 2022	Agenda item	CGo.4.22.12

4. Setting of objectives and review of duties, areas of focus and time commitment

4.1 The appraisal has included a focus on the Chairman's contributions and performance in the following categories.

- a) Current time commitment
- b) Strategic direction and objective setting
- c) Support, challenge and holding to account
- d) Sub-committees and special responsibilities
- e) Governance and performance improvement
- f) Partnerships, patient and community focus
- g) Involvement/activities to be developed further (strengths and aspirations), learning and development needs and, objectives for the coming year
- h) Future time commitment

Objectives for the year ahead have been set and finalised with the Chair.

5. Documentation related to the Chairman's Appraisal and Appraisal outcomes.

The outcomes from the Chairman's appraisal have been fully documented and lodged with the Associate Director of Corporate Governance/Board Secretary.

The Senior Independent Director confirms that following the Chairman's formal performance evaluation; the performance of the Chair continues to be effective and demonstrates commitment to the role.

6. Conclusion

The Council is asked to note the contents of this report on the completion of the appraisal and to confirm if it is assured by the contents described and, that the process has been undertaken in line with that agreed with the Council.

Julie Lawreniuk
 Senior Independent Director
 September 2021

Meeting Title	Council of Governors		
Date	28 April 2022	Agenda item	CGo.4.22.12

Appendix A

Non-Executive Director Appraisal Process

- Annually the Chair will confirm SMART objectives with each Non-Executive Director (NED).

Definition of SMART Objectives

Specific: outline in a clear statement precisely what is required

Measurable: include a measure to enable you to monitor progress and to know when the objective has been achieved

Achievable: objectives can be designed to be challenging, but it is important that failure is not built into objectives. Appraiser and appraisee should agree to the objectives to ensure commitment to them

Realistic: focus on outcomes rather than the means of achieving them

Timely: agree the date by which the outcome must be achieved

- The NEDs will have a number of common high-level objectives related to the role of the NED and a couple of individually tailored objectives related to their individual additional duties/areas of focus.
- The outcomes from any CQC and Well-Led Reviews will inform the appraisal and the setting of objectives.
- The common high-level objectives will cover:
 - Contributions to the formulation of strategy and holding the executive to account for the delivery of strategy
 - Gaining assurance regarding finance, quality and performance
 - Shaping organisational culture
 - Ensuring that the Board acts in the best interests of the public.
- All NED appraisals will be carried out during the same quarter of the year (April and May).
- The Chair will meet with the NED and broadly review:
 - Previous year's Personal Development Plan (PDP) and SMART objectives, committee roles and special responsibilities held
 - Current time commitment
 - Involvement/activities to be developed further (strengths and aspirations), learning and development needs and, objectives for the coming year
 - Future time commitment
- In undertaking the NED appraisal the Chair will:

Meeting Title	Council of Governors		
Date	28 April 2022	Agenda item	CGo.4.22.12

- a) Meet with the Chief Executive (who will provide collective feedback from the Executive Directors)
 - b) Collect feedback from the Council of Governors
- 8. The Chair will review the NEDs 'fit and proper person' self-declarations annually.
- 9. The Chair will document the outcomes from the appraisal session including PDP and objectives identified for the forthcoming year.
- 10. Training and development opportunities identified will be discussed with the Board Secretary and actioned accordingly.
- 11. The Chair will present a report to the NRC on the appraisals of the NEDs at the end of Quarter 1 (June).
- 12. Where a new NED appointment has been made following completion of the annual appraisals, an appraisal will be undertaken within 12 months of appointment and a report presented to the next NRC.
- 13. The Chair will produce a formal report on the appraisals process undertaken which will be presented to the Council of Governors by the end of Quarter 2. In the case of a NED appointment made following the completion of the annual appraisals a report will be presented to the Council of Governors following consideration of the report by the NRC.

Documentation

- 1. The NEDs will be provided with a copy of the pro forma prior to the appraisal for them to consider and prepare for their appraisal.
- 2. All appraisals will be documented and, following the completion of the appraisals the documents will be lodged with the Board Secretary.

Appraisal pro forma - This is attached at attached below at appendix 1.

Non-Executive Director Objectives & PDP pro forma - This is attached below at appendix 2

Meeting Title	Council of Governors		
Date	28 April 2022	Agenda item	CGo.4.22.12

Appendix 1 Non-Executive Director Appraisal form

Name			
Review Period: (MM/YYYY to MM/YYYY)			

Overall assessment of performance

The performance of the individual in their role has been assessed through a formal appraisal process as

Strong	Meets requirements	Needs development

Overall feedback and development needs

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Overall feedback from Non-Executive Director

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APPRAISAL SUMMARY

1. Previous year's objectives (see attached copy of last year's appraisal form), committee roles and special responsibilities held
2. Reflecting the values of the Foundation Trust in the delivery of objectives
3. Current time commitment
4. Involvement/activities to be developed further (strengths and aspirations), learning and development needs and, objectives for the coming year
5. Future time commitment
6. Any further comments

Meeting Title	Council of Governors		
Date	28 April 2022	Agenda item	CGo.4.22.12

Non-Executive Director views

Chair	
Signed	
Name	
Date	

Non-Executive Director	
Signed	
Name	
Date	

Chairman's annual review of 'Fit and Proper Persons' self-declaration completed	
Signed	
Name	
Date	

Meeting Title	Council of Governors		
Date	28 April 2022	Agenda item	CGo.4.22.12

Appendix 2

Non-Executive Director Objectives & PDP 2021

Name	
Review Period: (MM/YYYY to MM/YYYY)	

Identification of personal development and/or support needs

Description	Proposed intervention	Indicative timescale	Anticipated benefit/measure of success

Common SMART high-level objectives based on;

- Contributions to the formulation of strategy and holding the executive to account for the delivery of strategy
- Gaining assurance regarding finance, quality and performance
- Shaping organisational culture
- Ensuring that the Board acts in the best interests of the public

Individually tailored SMART objectives will relate to additional duties/areas of focus.

1.
2.
3.
4.
5.

Meeting Title	Council of Governors		
Date	28 April 2022	Agenda item	CGo.4.22.12

6.

Chair	
Signed	
Name	
Date	

Non-Executive Director	
Signed	
Name	
Date	