

Council of Governors' Meeting: Monday 30 April 2018
CoG2018.15

| | |
|-------|---|
| Title | Appointment of a new Chairman: Selection of search consultants |
|-------|---|

| | |
|---------|---|
| Status | For review and approval |
| History | The process for the appointment of the Chairman is detailed within the Trust's Constitution at Annex 8, Appendix 4. |

Summary

| | |
|----|---|
| 1. | The appointment of the present Chairman of Oxford University Hospitals NHS Foundation Trust (OUHFT) expires on 7 March 2019. |
| 2. | An important responsibility of the Council of Governors is the appointment of the Chairman and other non-executive directors. |
| 3. | Under the Constitution, an Appointment Panel for the Chairman will be convened, drawn from the membership of the Governors' Remuneration, Nominations and Appointments Committee (RNAC). External support should be commissioned for the appointment of a Chairman. This support is to be provided by an external search company which is expected to provide expert knowledge and advice and ensure probity and transparency in all aspects of the process. |
| 4. | This paper sets out the proposed process for the appointment of external search consultants. |
| 5. | <p>Recommendation</p> <p>The Council of Governors is asked to:</p> <ol style="list-style-type: none"> 1. Approve initiation of the process for the appointment of a new Chairman, in accordance with the Annex 8, Appendix 4 of the Constitution, and reproduced at Appendix 1; 2. Consider the draft 'Request for Proposals' for the provision of search and selection services for the appointment of Chairman, attached at Appendix 2, 3. Consider and comment upon the criteria for selection of a specialist provider at para 2.4. |

Appendices:

Appendix 1: Extract from OUHFT Constitution: Annex 8, Appendix 4

Appendix 2: Draft 'Request for Proposal'

Appointment of a new Chairman: Selection of search consultants

1. Introduction and Background

1.1 Dame Fiona Caldicott has been Chairman of the Trust since 2009, and her term of office ends in March 2019. The Trust therefore needs to begin the process of appointing a new Chairman. The Council of Governors has an important responsibility under the Constitution to appoint the Chairman, in a general meeting, upon the recommendation of the Appointment Panel for the Chairman, the membership of which will be drawn from the Governors' Remuneration, Nominations and Appointments Committee (RNAC).

1.2 The Trust's process for the appointment of the Chairman and non-executive Directors is contained in Annex 8, Appendix 4 of the Constitution, and is reproduced as Appendix 1 to this paper. In addition, it was agreed at the CoG meeting on 5 October 2017 that the Governors' Nominations and Remuneration Committee should merge with the Appointment Panel for non-executive Director vacancies, and that after the merger, the Appointment Panel for any specific vacancy would effectively be established as a sub-group of the RNAC. The Appointment Panel will ultimately make the recommendation to the CoG to appoint the Chairman.

1.3 In view of the length of time the process of appointing a new Chairman is likely to take, it is recommended that the process starts now to allow time to carry out a thorough search and selection process.

1.4 The first step is to appoint search consultants to support the search for a new Chairman. The search consultants will be expected to provide support in such tasks as the drafting of the job description and person specification, in the search for a diverse field of suitably qualified candidates, and to provide advice to the RNAC on remuneration.

2. Process for identifying suitable search consultants

2.1 As for other Director-level appointments, it is recommended that the Trust, on behalf of the Council of Governors, invites specialist providers to submit proposals detailing how they would carry out the search and selection. This will be done through issuing a 'Request for Proposal' (RFP) to a number of companies.

2.2 A draft RFP has been drawn up on behalf of the Council of Governors, and is attached at Appendix 2. The Council of Governors is invited to **approve** the draft Request for Proposal'.

2.3 The draft RFP has been circulated amongst the Executive Directors and membership of the Governors' Remuneration, Nominations and Appointments Committee, and suggestions have been made as to which providers to approach for support, on the basis of which a 'long-list' of those likely to be able to provide suitable services has been developed.

2.4 Once proposals have been received, a shortlist of around 3 providers would be invited to deliver a presentation to representatives of the Trust Board and the Council of Governors. Suggested criteria for selection of the provider include:

- Strategy and methodology proposed in meeting the requirement;
- Understanding of the Trust's requirements;
- Track record of search and selection for appointments of Chairman within the health sector;
- Capacity and capability of the consultant team which would be appointed to undertake the assignment (demonstrated by submission of Curriculum Vitae);
- Ability to meet the proposed recruitment timetable (details of which are to be agreed);
- Total cost and demonstration of value for money in meeting the requirements.

2.5 The Council of Governors is invited to **consider** and comment upon the above criteria.

3. Conclusion and Next Steps

Following the Council of Governors' consideration of the 'Request for Proposals' for the provision of search and selection services for the appointment of Chairman, it is proposed that this will be issued on Tuesday 1 May 2018, with bids invited by 17:00 on Monday 14 May. Shortlisted suppliers will be invited to make a 45 minute presentation of their proposal to representatives of the Trust Board and Governors, on Monday 21 May. The indicative timetable for the remainder of the process is on page 4 of Appendix 2 attached.

Paper prepared by Susan Young, Professional HR Services

April 2018