

AGENDA ITEM: 05

REPORT TO: Council of Governors – 14 July 2021

PRESENTED BY: Ingrid Barker, Chair

AUTHOR: Anna Hilditch, Assistant Trust Secretary

SUBJECT: NON-EXECUTIVE DIRECTOR APPOINTMENT

This report is provided for:

Decision X Endorsement ☐ Assurance ☐ Information ☐

The purpose of this report is to

To seek the agreement and approval of the Council of Governors to the appointment of a Non-Executive Director.

Recommendations and decisions required

The Council of Governors is asked to:

- **Approve** the appointment of Clive Chadhani as a Non-Executive Director of the Trust from 1st October 2021 for a period of 3 years, at an annual remuneration of £14,000

Executive summary

The Council of Governors appoints the Trust's Non-Executive Directors (NEDs). The Council's Nominations and Remuneration Committee has delegated authority from the Council of Governors to undertake the related recruitment process.

At its February 2021 meeting, the Committee received and endorsed a report on the way forward with the recruitment of a NED with a background in finance/accounting. It also noted that in the next 24 months, two NEDs will have completed their second term of office on the Board. This appointment would ensure that appropriate succession planning arrangements were in place for the Chair of the Audit and Assurance Committee. The Committee approved the role outline, person specification and other related requirements to be able to commence the recruitment process for a new NED.

The Trust subsequently commissioned Gatenby Sanderson, an Executive Search agency, which has previously successfully assisted in sourcing applicants and supporting long listing, short listing and pre-interview processes for potential appointees. Gatenby Sanderson worked in partnership with the Trust and the position was advertised nationally on job-boards and through social media.

Interviews for the position took place on Thursday 1st July via Microsoft Teams. The interview panel comprised; the Chair of the Board, 3 Governors (members of the Nominations and Remuneration Committee), 2 Non-Executive Directors (including the Chair of the Audit & Assurance Committee) and the Chief Executive and Director of HR & OD (in an advisory capacity).

Discussion groups took place on the morning of 1st July in advance of the interviews consisting of Governors, Experts by Experience and senior Trust managers. One to one conversations had also taken place with each of the 3 shortlisted candidates with Sandra Betney, Director of Finance and Graham Russell, Deputy Trust Chair and Chair of the Resources Committee.

Having taken into account the feedback from the discussion groups and individual meetings, and undertaken a rigorous interview, the recommendation to the Council of Governors is the appointment of Clive Chadhani as a Non-Executive Director for a three-year term commencing on 1st October 2021, at a remuneration rate of £14,000 per year.

The panel agreed that we had three appointable candidates, each bringing their own strengths and distinctive experience. It was agreed that the candidate recommended by the panel would be a good 'fit' with the rest of the board, bringing a strong commercial background and perspective which would benefit the skill mix of the team.

Profile – Clive Chadhani

Clive is an FCCA qualified Finance Director with over 26 years global finance work experience within different industry sectors.

Clive has operated in various businesses including global “blue-chip” organisations. His strengths include, formulating and delivering strategic plans and direction, trade compliance management, internal control management, business change management as well as commercial awareness.

Clive began his career at PriceWaterhouseCoopers (PwC) and has a track record of leading internal and external audit processes. Strong on statutory compliance, and with a track record of operating within highly regulated environments,

Clive lives in Worcester. Within the community he has been involved in sport, particularly in club cricket where he has sat on different cricket boards.

Next Steps

Subject to Governor approval of the appointment, a full induction programme will be put in place for Clive in advance of his start date in October. This will include attendance in an observational capacity at Trust Board and committee meetings. In addition to this local induction, Marcia Gallagher, NED and Chair of the Audit & Assurance Committee will provide mentoring. Suitable national NED Induction and training programmes will be identified.

Report authorised by:
Ingrid Barker

Title:
Trust Chair

