

TERMS AND CONDITIONS OF APPOINTMENT FOR NON-EXECUTIVE DIRECTORS

Appointment, Tenure and Termination of Office

A non-executive director is appointed by the Council of Governors for an initial period of up to 3 years, subject to satisfactory appraisal by the Chair of the Trust. Further appointments will be subject to a process agreed by the Council of Governors which may include a process of competitive interview. An incumbent non-executive director may apply to be re-appointed for a second term of up to 3 years, if they meet the necessary criteria. A third term would only be considered in exceptional circumstances and would be subject to rigorous review (a process for which will be defined by the Council of Governors).

A non-executive director may be removed from office by Monitor or the Council of Governors, in accordance with the Constitution. Any previous positions as a non-executive director with predecessor organisations do not count towards the maximum term as a NED of this Trust.

The post is a public appointment or statutory office and is not subject to the provisions of employment law. A non-executive director is an appointee not an employee. To ensure that public service values are maintained at the heart of the NHS, all Directors are required, on appointment, to agree to and abide by the *Code of Conduct and Code of Accountability in the NHS* (NHS Appointments Commission and Department of Health, July 2004).

Time Commitments – There is likely to be a need for ‘on site’ presence for the equivalent of 3 days per month (as a minimum) for a non-executive director and 3 days per week (as a minimum) for the Chair of the Trust plus some time for reading and meeting preparation. This time may be required during the working day or in the evening. This may also include working at locations external to the Trust, which may include some travel. Some flexibility is required dependent upon the needs of the Trust, and the individual should also be available should an emergency occur which requires the attention of a non-executive director. All members of the Board of Directors are expected to attend the monthly meeting of the Board.

Remuneration – Remuneration, as determined by the Appointment and Remuneration Committee and ratified by the Council of Governors is currently £12,112 per annum for a non executive director, £14,747 per annum for the Chair of the Audit Committee and £42,134 per annum for the Chair of the Trust per annum and is subject to an annual review. Appropriate allowances for travel and subsistence costs will also be paid (in accordance with Agenda for Change).

The Council of Governors’ Appointments and Remuneration Committee will review and recommend levels of future, remuneration, subject to the Council of Governors final ratification.