

**EXTRAORDINARY MEETING OF COUNCIL OF GOVERNORS
 HELD IN PUBLIC SESSION**

Wednesday 14 December 2016

**Conference Rooms A & B, Research & Development Centre,
 Kingsway, Derby, DE22 3LZ**

The meeting opened at 12:15 and concluded at 12:50

PRESENT:	Richard Gregory	Interim Trust Chair
GOVERNORS PRESENT	Shelley Comery	Public Governor Erewash North
	Alan Smith	Public Governor Chesterfield South
	Rob Davison	Appointed Governor, Derbyshire County Council
	Rosemary Farkas	Public Governor Surrounding Areas
	Gillian Hough	Public Governor Derby City East
	Maira Kerr	Public Governor Derby City West
	John Morrissey	Public Governor Amber Valley South and Lead Governor
	Kelly Sims	Staff Governor Admin and Allied Support
	Ruth Greaves	Public Governor Derbyshire Dales
	Carole Riley	Public Governor Derby City East
	April Saunders	Staff Governor Nursing & Allied Professions
IN ATTENDANCE:	Ifti Majid	Acting Chief Executive
	Richard Wright	Non-Executive Director
	John Sykes	Executive Medical Director
	Barry Mellor	Non-Executive Director
	Margaret Gildea	Non-Executive Director
	Samantha Harrison	Director of Corporate Affairs and Trust Secretary
	Anna Shaw	Deputy Director of Communications and Involvement
	Rehana Shaheen	Carer to Maira Kerr
	Donna Cameron	Corporate Services Officer & note taker
	Denise Baxendale	Communications & Involvement Manager
APOLOGIES:	Paula Holt	Appointed Governor, University of Derby
	Dianne Froggatt	Appointed Governor, Derby City Council
	Lynda Langley	Public Governor Chesterfield North
	Paula Lewis	Public Governor Derby City West
	Helen Sentance	Public Governor Erewash South
	Gemma Stacey	Appointed Governor, University of Nottingham
	Maura Teager	Non-Executive Director

DHCFT/Gov/ 2016/086	<u>INTERIM CHAIR'S WELCOME</u> The Council of Governors resumed in Public Session and were joined by members of the Board.
DHCFT/Gov/ 2016/087	<u>RECOMMENDATION REGARDING THE APPOINTMENT OF ACTING TRUST CHAIR</u> A process had been conducted involving the Nominations & Remuneration Committee of the Council of Governors (CoG) and the recommendation discussed in CoG Private Session.

	<p>A secret ballot was held to determine the outcome of the recommendation of the Nominations & Remuneration Committee to appoint Caroline Maley as Acting Trust Chair.</p> <p>At the conclusion of the ballot, the count was made and verified. The Trust Chair announced that the recommendation of Nominations & Remuneration Committee had been accepted. The Chair will inform both candidates of the outcome in private at the end of this meeting.</p> <p>RESOLVED: The Council of Governors</p> <ol style="list-style-type: none"> 1. Approved the recommendation to appoint Caroline Maley to the role of Trust Chair, effective 1 January 2017 on an Acting basis for the period until the transaction arrangements with DCHS are agreed and enacted. In line with payments made to the outgoing Trust Chair, it is proposed that a fee of £50,000 per annum s given for this role, inclusive of home to base mileage. 2. Julia Tabreham was noted to a have a valued role in the Trust as both Quality Committee Chair and Deputy Chair and the Council recognised and wished to ensure that her valuable contribution to the Trust was acknowledged.
<p>DHCFT/Gov/ 2016/088</p>	<p><u>LEAD GOVERNOR AND DEPUTY LEAD GOVERNOR ARRANGEMENTS</u></p> <p>Sam Harrison presented the review of Lead and deputy Lead Governor roles.</p> <p>The paper proposes to increase the term of office for John Morrissey, Lead Governor, and Ruth Greaves from 22 January to 1 February, to align with wider public governor terms of office and election outcome dates.</p> <p>This follows Governance Committee discussions on aligning governor terms and dates to reduce the number of elections required.</p> <p>Job Description for Lead Governor</p> <p>The paper also proposes the role of Deputy Lead Governor as a support to the Lead Governor. Having a deputy would also fill a leadership gap on the CoG should the Lead Governor not be re-elected. Interest in the Deputy role will be gathered from governors. The job description was noted. .</p> <p>RESOLVED: The Council of Governors</p> <ol style="list-style-type: none"> 1. Approved to increase the term of office for John Morrissey and Ruth Greaves from 22 January to 1 February, to align with wider public governor terms of office 2. Agreed to extend John Morrissey’s position as Lead Governor to 7 March, subject to his re-appointment as public governor for Amber Valley South 3. Agreed to introduce a new Deputy Lead Governor role, for appointment initially on an interim basis at the Council of Governors meeting on 19 January 2017. Both the Lead and Deputy role will be re-elected to on 7 March 2017 and all governors invited to express an interest.
<p>DHCFT/Gov/ 2016/089</p>	<p><u>ANY OTHER BUSINESS</u></p> <p>In the absence of any other business, Richard Gregory thanked the Council of Governors for their support. This would be his last Council Meeting. He wished all a</p>

	<p>Merry Christmas and every best wish for the future.</p> <p>Governors thanked Richard Gregory for his leadership and support and wished him well.</p> <p>The meeting closed at 12.40.</p>
<p>DHCFT/Gov/ 2016/090</p>	<p><u>DATE AND TIME OF NEXT MEETING</u></p> <p>The next meeting is scheduled for Thursday 19 January 2017 at 1.00 pm in Conference Rooms A & B, Research & Development Centre, Kingsway, Derby, DE22 3LZ.</p>