

## Council of Governors: Summary Sheet

Title of Paper: Appointment of Lead Governor

Presented By: Jayne Brown OBE, Trust Chair

Action Required:

For Information	<input type="checkbox"/>	For Ratification	<input type="checkbox"/>	For a decision	<input type="checkbox"/>
For Feedback	<input type="checkbox"/>	Vote required	<input type="checkbox"/>	For Receipt	<input checked="" type="checkbox"/>

To which duty does this refer:

Holding non-executive directors individually and collectively to account for the performance of the Board	<input type="checkbox"/>
Appointment, removal and deciding the terms of office of the Chair and non-executive directors	<input type="checkbox"/>
Determining the remuneration of the Chair and non-executive directors	<input type="checkbox"/>
Appointing or removing the Trust's auditor	<input type="checkbox"/>
Approving or not the appointment of the Trust's chief executive	<input type="checkbox"/>
Receiving the annual report and accounts and Auditor's report	<input type="checkbox"/>
Representing the interests of members and the public	<input checked="" type="checkbox"/>
Approving or not increases to non-NHS income of more than 5% of total income	<input type="checkbox"/>
Approving or not significant transactions including acquisitions, mergers, separations and dissolutions	<input type="checkbox"/>
Jointly approving changes to the Trust's constitution with the Board	<input type="checkbox"/>
Expressing a view on the Trust's operational (forward) plans	<input type="checkbox"/>
Consideration on the use of income from the provision of goods and services from sources other than the NHS in England	<input type="checkbox"/>
Monitoring the activities of the Trust to ensure that they are being conducted in a manner consistent with its terms of authorisation and the constitution	<input type="checkbox"/>
Monitoring the Trust's performance against its targets and strategic aims	<input type="checkbox"/>

### How does this item support the functioning of the Council of Governors?

It is a requirement for NHS Foundation Trusts to appoint a lead governor. The current position-holder's term ends on 30<sup>th</sup> June and therefore the Council is required to appoint a successor.

Author of Report: Sam Stoddart

Designation: Deputy Board Secretary

Date: February 2019

## Council of Governors

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**Date:** 28 February 2019

**Subject:** Appointment of Lead Governor

**From:** Jayne Brown OBE, Trust Chair

**Authors:** Sam Stoddart, Deputy Board Secretary

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### 1. Purpose

<i>For approval</i>	<i>For a collective decision</i>	<i>To report progress</i>	<i>To seek input from</i>	<i>For information/assurance</i>	<i>Other (Please state below)</i>
					<b>X</b>
The Council of Governors at its meeting of 25 April 2019 must vote for a successor to Jules Jones, whose two year term of office will end on 30 June 2019.					

### 2. Summary

It is a requirement that Foundation Trusts identify a lead governor from within its council of governors. According to this Trust's constitution, the lead governor can be appointed from the public, service user, carer or young service user/carer governor constituencies.

The term of office for a lead governor is two years and governors who have this length of term remaining and are within the identified constituencies are eligible to stand. A full description of the role is attached in Appendix 1.

The current lead governor's term of office ends on 30 June 2019.

All eligible governors will be written to and invited to stand. If a governor wishes to stand, they will be required to submit a short statement of no more than 200 words either by email or post within a stipulated timeframe.

### 3. Next Steps

Voting will take place at the Council meeting on 25 April 2019. Governors will be given a ballot paper and votes will be cast and counted. Only governors present will be eligible to vote. The result will be made public at the end of the meeting. The new incumbent will take up the post with effect from 1<sup>st</sup> July 2019 for a two year period.

In the event of no candidates, the decision will be raised again at the July 2019 CoG when a large number of new governors will have been elected and started their 3 year term of office and will therefore eligible to stand.

**4. Required Actions**

CoG is asked to note the content of this paper and the actions to be taken over the coming months.

**5. Monitoring Arrangements**

The transparency of the process will be assured through the Council minutes.

**6. Contact Details**

For further information, please contact:

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Director of Corporate Governance (Board Secretary)

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## Lead Governor Role

## Appendix 1

### Core Duties

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NHS Improvement, in its Code of Governance asks that all foundation trusts have a lead governor who can be a point of contact for NHS Improvement and can liaise with NHS Improvement, on behalf of the governors, in circumstances where it would be inappropriate for NHS Improvement to contact the chair, or vice versa.

Such contact is likely to be a rare event and would be seen, for example, should NHS Improvement wish to understand the view of the governors about the capability of the chair, or be investigating some aspect of an appointment process of decision which may not have complied with the constitution.

Routine communication from NHS Improvement to Governors will, as a matter of course, be disseminated via the Foundation Trust Director of Corporate Governance.

Other duties include:

- carrying out a reserve chair of governors role (leading the council of governors in exceptional circumstances when it is not appropriate for the chair or another non-executive to do so);
- sitting on the Nomination & Remuneration Committee;
- playing a role in the appraisal of the Chair (which will be led by the Senior Independent Director) and appraisal process of the Non-Executive Directors (which will be led by the Trust Chair);
- seeking the views of their peers on the performance of all NEDs, although governors will be furnished with a confidential questionnaire to provide individual feedback on each NED including the Chair;
- reporting to members by presenting the Governor's report at the Annual Members' Meeting;
- acting as a point of contact and liaison for the chair and senior independent director;
- acting as a co-ordinator of governor responses to consultations;
- chairing informal governor only meetings;
- trouble-shooting and problem solving by raising issues with the chair and chief executive;
- leading governors in holding the non-executive directors to account;
- acting as a point of contact for the CQC.

### Tenure

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The position will be held for two years. A governor can apply for reappointment at the end of their tenure providing they are still eligible to be a governor which includes having sufficient term of office remaining to undertake the two year position. The position is appointed to by means of an open appointment process detailed below.

There is no minimum amount of time required in the role before a governor can stand for the position.

## **Appointment Process**

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The Lead Governor should be chosen by the Council of Governors through an open appointment process from members of any the following constituencies:

- Public
- Service User
- Carer
- Young Service User/Carer

Nominations are invited from governors within the above constituencies via a short statement of no more than 200 words.

Voting takes place via a secret ballot either at a Council of Governors meeting or through a postal vote.