

COUNCIL OF GOVERNORS STEERING GROUP

Terms of Reference

1. Constitution

The Council of Governors hereby resolves to establish a Committee of the Council to be known as the Council of Governors Steering Group (hereafter referred to as the Steering Group).

2. Purpose

To support and facilitate the work of the Council of Governors to enable and ensure the Council:

- fulfils its statutory duties as set out in the 2006 NHS Act and 2012 Health & Social Care Act, and
- is compliant with roles, responsibilities and processes as set out within the Trust's NHS Foundation Trust Constitution

In undertaking its role, the Steering Group shall be mindful of the constructive partnership sought between the Council of Governors and the Board of Directors (Your statutory duties; A reference guide for NHS Foundation Trust Governors; Monitor; August 2013). The relationship seeks to ensure:

- Statutory roles and responsibilities are complied with
- Added value
- The avoidance of duplication
- Recognition of resource availability and capacity

Following a review of the Council of Governors in Spring 2016, the decision was formally taken at the Council's July 2016 meeting to dis-establish the existing working group structure, replacing this with a structure of 8 "development" sessions per annum in addition to the quarterly formal Council meetings. As chairs of the working groups were previously members of the Steering Group, the membership of the Group has been reviewed. It is considered that the new inclusive "development" approach will enhance engagement and communications and allow for a smaller more focussed Steering Group.

3. Composition

Membership:

The Steering Group shall comprise:

- Lead and Deputy Lead Governors
- Trust Chair and Vice Chair
- Company Secretary

- Governor Support and Development Officer

Meetings of the Steering Group will be chaired by the Lead Governor or in his / her absence, by the Deputy Lead Governor.

Attendees:

All Governors will be welcome to attend meetings of the Steering Group, confirming their attendance in advance with the Governor Support and Development Officer

Any Governor may request an item be considered for inclusion on the Group`s agenda.

4. Quorum

Quorum shall be 3 members to include the Lead Governor (or Deputy), Chair (or Vice Chair) and Company Secretary (or Governor Support and Development Officer).

All members shall attend a minimum of 75% of meetings of the Group on a rolling 12 monthly basis.

5. Meetings

The Steering Group shall ordinarily meet monthly. The frequency of meetings shall be kept under review, with a view to reducing frequency should this be deemed appropriate.

6. Duties

The Steering Group`s duties shall include:

- To review the operational arrangements, processes, functioning and effectiveness of the Council of Governors ensuring it remains fit for purpose and operates in accordance with good governance practice and the Trust`s NHS Foundation Trust Constitution.
- To develop and maintain a forward agenda plan supporting the fulfilment of the statutory role and functions of the Council
- To consider the strategic and operational priorities of the Council of Governors
- To develop and approve the agenda for meetings of the Council of Governors
- To act as a conduit for communication between the Council of Governors and the Board of Directors
- To maintain an overview of the attendance and engagement of governors making recommendations for appropriate action(s) to address identified shortfalls
- To ensure the ongoing review and appraisal of the effectiveness of the Council and of Governors including the completion of an annual review.
- To consider the learning and development needs of the Council of Governors (and Governors) required to enable the Council`s (Governor) role and responsibilities to be efficiently and effectively undertaken.

- To maintain and ensure open and transparent communication with all Governors
- To review annually the Code of Conduct of the Council of Governors and compliance therewith

7. Reporting Procedures

The Steering Group shall produce a written summary of its meetings which will be made available on the Governor Secure Area of the Trust`s website and referred to within the Lead Governor`s report to each formal and development meeting of the Council of Governors.

8. Review

These terms of reference and membership will be reviewed on an annual basis by the Steering Group and submitted to the Council of Governors for ratification.

9. Ratification:

Ratified by:

Date: