

# Advice and Support for Governors

The role of Governors



## Background

Nottinghamshire Healthcare attained NHS Foundation Trust Status in March 2015 in so doing becoming the first provider of high secure services to achieve such status.

An important part and statutory element of the Trust's governance arrangements is the Council of Governors whose role is to provide a second tier of assurance, holding the Board of Directors to account and representing the views of the membership and the wider public.

This booklet is a resource for current and potential future Governors, outlining the Council of Governors, its composition, role and responsibilities of Governors.

## Membership

The Trust currently has a membership of around 18,500, comprising of approximately 9,600 public members and 8,800 staff members.

Our membership strategy seeks to ensure a membership, reflective of the Trust's services and geographies, which is well informed, engaged and adds real value.

Any member of the public who is 12 years old or above and who lives in England or Wales can apply to become a member of the Trust. As a Foundation Trust, our membership will increasingly influence the future strategy and ambitions of the Trust.

The membership elects the public and staff Governors who form, along with nominated representatives of partner organisations, the Council of Governors.

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## The Council of Governors

The Trust's Council of Governors comprises of 37 Governors as follows:

### Public, Service Users' and Carers' Constituency:

Area	No. of Governors
Nottingham City	6
Nottinghamshire County	11
South Yorkshire/rest of East Midlands	2
The rest of England and Wales	2
<b>Total</b>	<b>21</b>

### Staff Constituency:

Class	No. of Governors
Medical	1
Nursing	2
Allied Health Professionals	2
Clinical Support Staff	2
Non Clinical Support Staff	1
<b>Total</b>	<b>8</b>

### Appointed Governors:

Appointing Partner	No. of Governors
University/Academia sector	1
Local Authority sector	2
Third sector partners	3
Industry/Commerce	1
Criminal Justice System	1
<b>Total</b>	<b>8</b>
<b>Grand Total</b>	<b>37</b>



*Trust named top employer by Stonewall*

## About us

Nottinghamshire Healthcare NHS Foundation Trust is positive about providing integrated healthcare services including mental health, intellectual disability services and community health services.

**Services currently provided by the Trust include:**

### Local Services Division

- Adult Mental Health Services
- Mental Health Services for Older People
- Child and Adolescent Mental Health Services
- Substance Misuse Services
- Intellectual and Developmental Disability Services

### Forensic Services Division

- Rampton High Secure Hospital
- Wathwood Hospital and Arnold Lodge, medium secure units
- The Wells Road Centre, low secure unit
- Community Forensic Services
- Integrated Offender Healthcare within Prisons

### Health Partnerships Division

- Health visiting
- School nursing
- Community nursing
- Intermediate care
- Inpatient rehabilitation at Lings Bar Hospital
- Physiotherapy
- Occupational therapy
- Podiatry
- Special needs dentistry
- Nutrition and dietetics

The Trust has a workforce of approximately 8,800 staff and a revenue income of circa £440 million for the 2015/16 year.

## Trust culture and philosophy

The Trust is committed to being recognised as the leading national integrated healthcare provider – Personally Valued, Locally Relevant and Nationally Important.

We will continually improve our services and our patient, service user and carer experience as well as reducing the stigma associated with mental illness and intellectual and developmental disability. In conjunction with primary care and community partners we will improve services for people across the County of Nottinghamshire and beyond. We will be a great place to work and a valued partner with clear service standards set by and with our commissioners and service users. Nottinghamshire Healthcare NHS Foundation Trust is POSITIVE about integrated healthcare and POSITIVE about the values that shape our work...



*Dean Fathers, Chair of Nottinghamshire Healthcare*

**People:** are central to everything we do: We work with people, for people, in partnership

**Openness:** we listen to what people tell us, whether we like what we hear, or not, and act on that information

**Safe,** sound, supportive, sensitive practices show how we respect and value our staff, service users and other stakeholders

**Integrity:** we behave honestly in a way that demonstrates our values, we celebrate the good things we do, and learn from our setbacks

**Trust:** we are trustworthy, we do what we say, and say what we can't do

**Innovation:** we try new things to be the very best in our field

**Value:** we value and respect the diversity of our staff, service users and other stakeholders

**Excellence** is our standard, and we enjoy achieving it together!

## Who can become a Governor?

Anyone can seek election as a Governor as long as they are 16 years or above and a member of the Trust. There are a number of specific exemptions which are detailed within the Trust's Constitution, these include:

- A person who has been adjudged bankrupt or whose estate has been sequestrated and (in either case) has not been discharged
- A person in relation to whom a moratorium period under a debt relief order applies
- A person who has made a composition or arrangement with, or granted a trust deed for, with his / her creditors and has not been discharged in respect of it
- A person who within the preceding five years has been convicted in the British Islands or elsewhere of any offence if a sentence of imprisonment (whether suspended or not) for a period of three months or more was imposed or are currently serving a term of imprisonment
- A person who has within the preceding two years been dismissed, otherwise than by reason of redundancy, from any paid employment with a health service body
- A person whose name appears on the violent and sex offender register
- A person who is a director of the Trust or Governor or director of an NHS organisation or another Foundation Trust or a member of the patient's forum of an NHS body or a member of a local Authority scrutiny committee covering health matters or a spouse, partner or child of a member of the Board of Directors
- Persons detailed under specified sections of the Mental Health Act 1983 and/or Criminal Procedure (Insanity Act) 1964.

All Governors will be expected to complete an enhanced Disclosure and Barring Service (DBS) certificate upon the commencement of their role. Failure to comply with this will result in the position being revoked.

To view the full schedule of exemptions please refer to the Trust's Constitution which can be found on the Trust website [www.nottinghamshirehealthcare.nhs.uk](http://www.nottinghamshirehealthcare.nhs.uk)

## The role of Governors

The rights and responsibilities of the Council of Governors (and Governors), as defined by The Health and Social Care Act 2012 and the preceding NHS Act 2006, include the following:

- To represent the interests of members of the Trust as a whole and of the public
- To hold Non-Executive Directors individually and collectively to account for the performance of the Board of Directors
- To require Directors to attend a Council meeting to obtain information on the performance of the Trust
- To approve "Significant transactions"
- To support Mergers/Acquisitions/ Dissolutions
- To express a view on the Board of Directors' forward plans
- To approve the appointment of the Chief Executive
- To appoint and remove Trust Auditors
- To receive and approve the Trust's Annual Report/Accounts
- To appoint, remove and determine the terms of office and remuneration of the Chair and Non-Executive Directors

## Clarity of the Governor role

It is important to emphasise that the role of a Governor is fundamentally different from that of a member of the Board of Directors.

The Board of Directors is responsible for the direct running of the Trust and for the strategic leadership of the whole organisation; assuring high quality performance and delivery of all services. The Governor role, and that of the Council of Governors, is to be the eyes and ears of the organisation, to gain assurance on behalf of the membership and the public with regard to the Trust's performance, and a particular focus on service quality.

Governors are therefore **not** directly involved in:

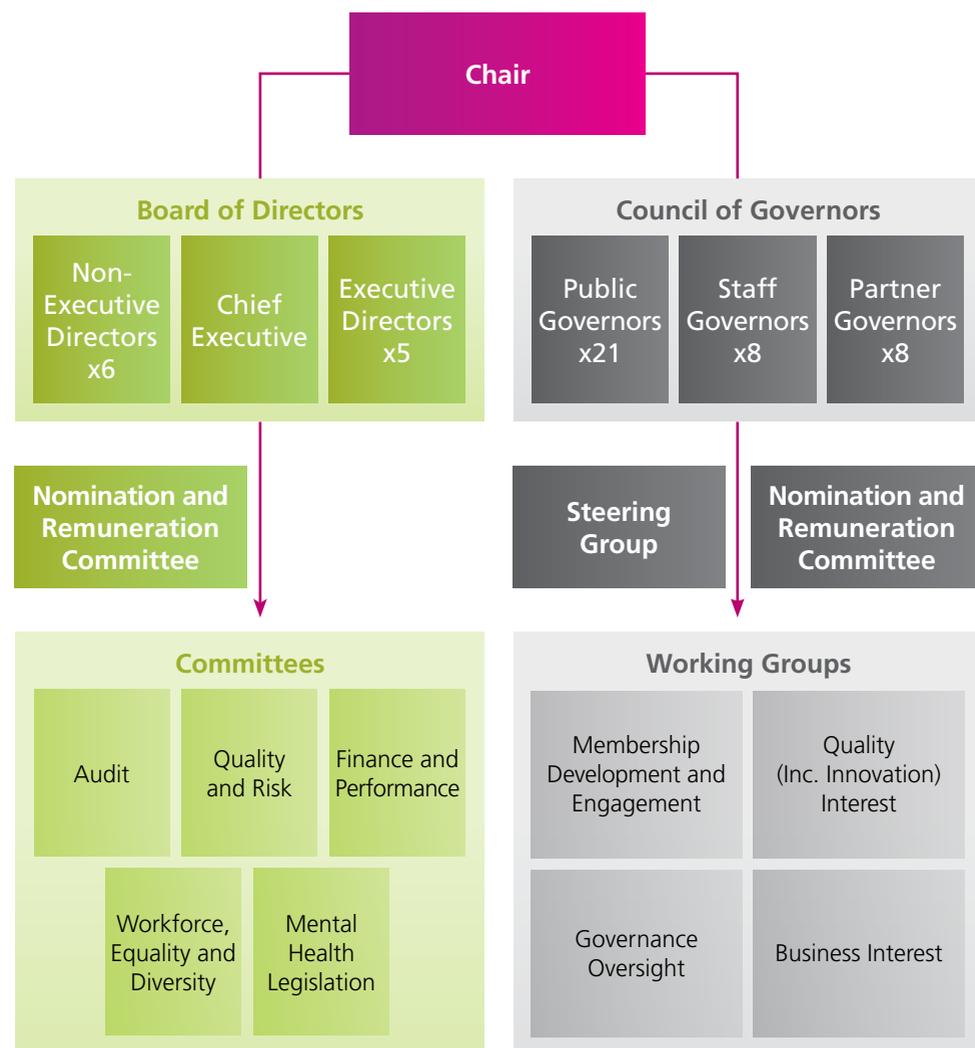
- Operational management
- Individual specific patient or staff issues
- Handling complaints
- Confidential patient issues

*Suzanne Foulk,  
Interim Lead Governor*



## Governance Structure

The diagram below provides an overview of the Trust's governance arrangements and the relationship between the Council of Governors and the Board of Directors.



Carers, Family and Friends Conference



The Trust was authorised as a Foundation Trust in 2015

The Council of Governors meets a minimum of four times per year, formally undertaking the role and responsibilities as set out within the Trust's Constitution. Meetings of the Council are held in public (except when the nature of specific items justifies discussion taking place in closed session).

The Steering Group, chaired by the Lead Governor, co-ordinates the business of the Council of Governors. It holds an important responsibility in setting the agenda for the quarterly Council of Governor meetings.

The Nomination and Remuneration Committee has responsibility for reviewing the terms of service and remuneration of the Chair and the Non-Executive Directors and for the appointment of these post holders, making recommendations to the Council of Governors for approval.

There are four important working groups which have an overall purpose to gain assurance around specific areas and make recommendations and provide assurance to the full Council of Governors. These groups focus on:

- Governance Oversight
- Quality (and Innovation)
- Business
- Membership Development and Engagement

For more information and to see the full terms of reference please refer to the Trust website

**[www.nottinghamshirehealthcare.nhs.co.uk](http://www.nottinghamshirehealthcare.nhs.co.uk)**



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## What are the benefits of becoming a Governor?

- Ability to represent your constituency on issues that matter to local people
- Ability to influence the future direction of the Trust and its services
- Opportunity to see and learn about all services provided by the Trust
- Opportunity to protect and champion the rights of service users and carers to be fully represented in the work of the Trust.
- Opportunity to receive training, support and self-development

## What are the Terms of Office?

Elected Governors will normally hold office for a term of three years, though some initial Governors were appointed for two years. Governors may not hold office for more than a total of three terms.

## How will Governors be supported?

- A detailed induction pack which will contain key information about the role and the Trust
- Comprehensive introductory induction sessions
- Opportunities to discuss individual issues, interests, preferences and developmental needs
- Dedicated team to support Governors through their role
- Opportunity to observe Board Meetings and related Sub Committees
- Regular opportunities to meet with the Chair of the Trust
- Opportunities to attend internal and external training and networking events
- Regular communications and briefings from the Trust

A continuing training and development programme is being developed for new and existing Governors.

## What is expected of Governors?

As Governors are democratically elected representatives of the membership it is important that Governors are committed to and fulfil the role to which they have been elected.

**Whilst it is recognised that the time availability of individual Governors will vary significantly, as a minimum we would expect that Governors:**

- Attend the main Council of Governors Meetings, including the Annual Members' Meeting / Annual General Meeting (five per annum)
- Attend training and development sessions designed to equip Governors to fulfil their role and responsibilities
- Attend twice yearly Joint Board of Directors / Council of Governors development events
- Participate in the activities of at least one working group
- Engage with their constituents

### Other activities which Governors have the option to be involved in include:

- Attend external training and network events
- Seek election to the Lead / Deputy Lead Governor roles
- Membership of the Council of Governors Steering Group
- Participation in joint ward / site visits with Non-Executive Directors
- Observation of meetings of the Board of Directors and Board committees
- Recruitment processes for senior positions in the Trust
- Attendance at consultation events



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### Governors are also required to:

- Keep the team informed of all engagement and involvement activities undertaken
- Abide by the NHS Foundation Trust Code of Governance and the Council of Governors' Code of Conduct and Standing Orders
- Adhere to the Trust's POSITIVE values and the Nolan Principles of Public Life
- Participate in an annual performance review of the Council of Governors



*Ruth Hawkins, Chief Executive of  
Nottinghamshire Healthcare*

## Does the Trust pay expenses?

Governors are not paid for their time but may claim "reasonable" expenses eg. travel costs incurred in undertaking their Governor role.

## Useful Numbers

### **Governor Office**

0115 969 1300 Ext: 10509

### **Company Secretary**

0115 993 4519

## Queries/Concerns

The initial point of contact for any queries, information requests or concerns is the Governor Office.

This document is also available in other languages and formats upon request.

Su richiesta, questo documento è disponibile in altre lingue e in altri formati.

Sur demande, ce document peut être fourni en d'autres langues et formats.

Na życzenie, dokument ten można uzyskać w innych językach i formatach.

यह दस्तावेज़ अनुरोध किए जाने पर अन्य भाषाओं और प्रारूपों में उपलब्ध है।

ਇਹ ਦਸਤਾਵੇਜ਼ ਬੇਨਤੀ ਕੀਤੇ ਜਾਣ ਤੇ ਹੋਰ ਭਾਸ਼ਾਵਾਂ ਅਤੇ ਰੂਪਾਂ ਵਿੱਚ ਉਪਲਬਧ ਹੈ।

در صورت درخواست این سند به زبانها و شکلهای مختلف در اختیار شما قرار می گیرد.

یہ دستاویز دیگر زبانوں اور مطلوبہ شکلوں (فارمیٹ) میں بھی دستیاب ہے

هذه الوثيقة متاحة بلغات اخرى وباشكال غير الكتابة المقروءة وذلك عند الطلب