Role Description
Foundation Trust Governor

Accountable to: Members of the Trust

Responsible to: Chairman

Grade: Non-salaried but entitled to claim reasonable expenses

Term of Office: Maximum of three years (with option to stand for re-election to serve further term(s) of office)

Role Summary

Foundation Trusts are an integral part of the NHS and are accountable to local people who can become members of the Trust.

Members of the Trust can stand for election to become a governor and vote in governor elections. The role of the governor plays a crucial role in representing the interests of the local community (public and staff who are Foundation Trust members) and sharing information about key decisions.

It is the Council of Governors responsibility to represent the interests of members, particularly in relation to the strategic direction of the Trust. Governors do not undertake operational management of NHS Foundation Trusts; rather they provide challenge to the unitary Board of Directors and hold the Non-Executive Directors individually and collectively to account.

Governors have certain statutory duties set out in the Monitor’s Code of Governance.

Governors are not required to have any prior knowledge, skills or experience to stand for and be elected or appointed to the Council of Governors. However they will need to devote sufficient time to fulfilling their role.

Responsibilities

Individual

- To abide by the Code of Conduct
- Adhere to the Nolan Principles
- To uphold the Trust’s vision and values
- To comply with the Trust Constitution
- To attend meetings of the Council of Governors, its sub-committees and development sessions
- To engage with members in the relevant constituency
Collective

- Appoint and, if appropriate, remove the Chair and Non-Executive Directors
- Agree the remuneration and allowances and other terms and conditions of the Chair and other Non-Executive Directors
- Approve the appointment of the Chief Executive
- Appoint and, if appropriate remove the Trust’s external auditor
- Receive the NHS Foundation Trust’s annual accounts, any report of the auditor on them, and the annual report
- Hold the Non-Executive Directors, individually and collectively, to account for the performance of the Board of Directors
- Represent the interests of Trust members and the interests of the public
- Approve significant transactions, mergers and acquisitions
- Decide whether the Trust’s non-NHS work would significantly interfere with its principal purpose
- Approve amendments to the Trust’s constitution.

Commitment

Governors are required to attend a minimum of four statutory meetings a year. In addition to this, Governors will be expected to attend additional committees, working groups and development sessions and on appointment, Governors will be expected to attend a welcome event and full induction.

An estimate of the minimum time commitment in a calendar year equates to approximately 12 to 15 full days including:
- Four half day attendances at full meetings of the Council of Governors
- Annual Members Meeting
- Monthly development sessions
- Attendance at sub-committee meetings (by rota)
- Attendance at member recruitment/engagement events
- Monthly local constituency meetings

It is the responsibility of each Governor to ensure that they can make sufficient time available to discharge their responsibilities effectively.

What the role is not

- Not responsible for the running of the organisation
- Cannot make decisions on behalf of the Trust
- Cannot make commitments on behalf of the Trust
- Cannot direct the Trust’s management and staff
- Cannot raise complaints on behalf of individuals or act as advocates
- Have no rights to inspect the Trust’s property or services
- Have no duty to conduct quality reviews or survey patients
- Governors may attend Board meetings, but not participate, except when procedures permit questions from attendees
• The Council of Governors has no powers of delegation

A person may not become a Governor if:

• They are under the age of 16
• They are a director of the Trust, or a governor or director of a health service body
• They are the spouse, partner or child of a member of the Board of Directors
• They are a member of a committee which had any role on behalf of a Local Authority to scrutinise health matters
• They have within the preceding two years been dismissed, otherwise than by reason of redundancy or incapacity, from any paid employment with a health service body
• They are a person whose tenure of office as the Chairman or as a member or director of a health service body has been terminated on the grounds that their appointment is not in the interests of the health service, for non-attendance at meetings, or for non-disclosure of a pecuniary interest
• They have been adjudged bankrupt or whose estate has been sequestrated
• They have received a moratorium period under a debt relief order under Part 7A Insolvency Act 1986.
• They have made a composition or arrangement with, or granted a trust deed for, his creditors and has not been discharged in respect of it
• They have within the preceding 5 years been convicted in the British Islands of any offence if a sentence of imprisonment (whether suspended or not) for a period of not less than 3 months (without the option of a fine) was imposed

## Person Specification

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<tr>
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<th>Essential</th>
<th>Desirable</th>
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<tbody>
<tr>
<td><strong>Training &amp; Qualifications</strong></td>
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<td>Willingness to attend training sessions specific to performing the role of the Foundation Trust Governor</td>
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<tr>
<td><strong>Experience</strong></td>
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<td>Professional and/or personal experience of mental health, healthcare, NHS or governance</td>
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<td>Experience of speaking on behalf of a group of people and being able to influence others</td>
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<td><strong>Knowledge &amp; Skills</strong></td>
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<td>Team Player</td>
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<td>Good listening and communication skills</td>
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<td>Genuine interest in healthcare and desire to serve the local community</td>
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<td>Empathy</td>
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<tr>
<td><strong>Other</strong></td>
<td>Must have sufficient time to discharge responsibilities effectively.</td>
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