



Governor Feedback to the Council of Governors

Name:

Governor Constituency:

Details:

**Action to be
taken:**

**Timescale for
action:**



Signed:

Date:

Roles and responsibilities for NHS foundation trust governors

Main responsibilities

General duties of governors are to hold the non-executive directors individually and collectively to account for the performance of the board of directors and to represent the interests of the members of the corporation as a whole and the interests of the public.

Strategy and management

- Holding the Non-Executive Directors both individually and collectively to account for the performance of the Board of Directors;
- Holding the board of directors to account for the effective management and delivery of the organisation's strategic aims and objectives;
- Monitoring the long term sustainability of the foundation trust;
- to be consulted by directors on future plans, including any significant changes to the delivery of the Trust's business plan, and offer comment on those plans;
- Contributing to constructive debate regarding the strategic development of the NHS foundation trust and any other material and significant issues facing the organisation;
- Building and maintaining close relations between the foundation trust's constituencies and stakeholder groups to promote the effective operation of the Trust's activities;
- Receiving the annual accounts, any report of the auditor on them, and the annual report;
- Deciding whether any private patient work undertaken by the Trust would significantly interfere with the Trust's principal purpose, which is to provide goods and services for the health service in England, or performing the Trust's other functions;
- Approving any proposed increases in non-NHS income of 5% or more in any financial year. Approval means that at least half of the governors taking part in the vote agree with the increase.
- Approving 'significant transactions'. Approval means that at least half of the governors taking part in the vote agree with the transaction.
- Approving an application by the Trust to enter into a merger, acquisition, separation or dissolution. In this case, approval means at least half the governors taking part in the vote agree with the amendments.
- Where there has been an amendment to the constitution which relates to the powers, duties or roles of the council of governors, at least one governor must attend the next annual members' meeting and present the amendment to



members. Members have the right to vote on and veto these types of constitutional amendments.

Compliance

- ensuring mechanisms are in place so that the foundation trust complies with its terms of authorisation, the constitution and any other applicable legislation and regulations
- to inform the Independent Regulator of NHS Foundation Trusts (Monitor), via the lead governor, when these terms are not complied with and the directors have failed to address shortcomings in compliance.

Board and other appointments

- appointing, dismissing and determining the remuneration of the chair and non-executive directors
- appointing external auditors
- approving the appointment of the chief executive.

Membership engagement

- engaging with members, and other stakeholders, so that information is both given and received by way of comments, concerns, news and views, including forward plans and service reconfigurations
- promoting membership, and governorship, of the Trust

Council activities

- participating fully in the work of the council, ensuring the corporate responsibility of the council of governors
- attending and possibly chairing, committees and other ad hoc meetings of the main council
- working corporately with the non-executive and executive directors of the foundation trust
- participating in any council induction, training and evaluation identified as an individual and as part of the council or committee

Miscellaneous

- adhering to the Nolan Principles
- displaying conduct that upholds the values of the foundation trust and ensuring that the organisation promotes equality and diversity for all its patients, staff and other stakeholders.