Paper 6.2

Ashford and St. Peter's Hospitals NHS
NHS Foundation Trust

COUNCIL OF GOVERNORS

11th December 2013

TITLE	**Role of the Lead Governor**
EXECUTIVE SUMMARY	The role of Lead Governors in Foundation Trusts is very limited as defined by Monitor. It is to provide liaison between the Council of Governors and Monitor in certain circumstances. Guidance from Monitor says that 'Where NHS foundation trusts choose to broaden the lead governor's role, directors and the council of governors should agree what it should and should not include'. The paper details additional Lead Governor duties which are currently undertaken and seeks agreement of these duties and their documentation on the Trust website.
The Council is asked to:	Agree the additional duties in the role of the lead governor.
Submitted by:	Steve McCarthy, Public Governor for Elmbridge
Date:	December 2013
Decision:	For Agreement

Ashford and St. Peter's Hospitals NHS
NHS Foundation Trust

Role of the Lead Governor

The role of Lead Governors in Foundation Trusts is very limited as defined by Monitor. It is to provide liaison between the Council of Governors and Monitor in certain circumstances.

Guidance from Monitor says that *'Where NHS foundation trusts choose to broaden the lead governor's role, directors and the council of governors should agree what it should and should not include'*.

The role of the Lead Governor at ASPH is currently defined in the Trust's Constitution and covers mainly the statutory duties. The relevant parts of the Constitution are Annex 7, clauses 1.1, 1.2, 3.7, 3.8 and 3.9. The Lead Governor is also defined as chairing the Remuneration and Appraisal Committee.

Since the role was first introduced the Governors have agreed informally that they would like the Lead Governor to represent them in certain circumstances mainly to simplify the communication with the Chairman and Board of Directors.

In line with the Monitor guidance and for the benefit of new Governors joining the Council it is appropriate now that the additional Lead Governor duties are documented and approved and then made accessible to members of the Trust, Governors and Directors.

The current duties have evolved and may continue to do so. As a result they should be reviewed regularly. An appropriate place to keep them is the Trust's website together with the Governors' Code of Conduct document.

Additional Lead Governor Duties

The main purpose of the following duties is to improve the efficiency of communication between the Governors and the Trust and its Directors, particularly regarding the agenda and smooth running of Council of Governor business.

1. To chair informal meetings of the Governors in order to gather opinions about subjects that are requested to be covered at formal Council of Governor meetings.
   To summarise the Governors' opinions and circulate them to all Governors for comment. To then send the final information to the Trust's Head of Corporate Affairs and/or Chairman and liaise as appropriate regarding the proposed agenda of the forthcoming Council Meeting.
2. To chair informal meetings of the Governors held immediately prior to formal Council Meetings in order to discuss the meeting papers. The purpose of these pre-meetings is for Governors to share their views about points to be raised at the Council Meeting. If a number of people make similar points then one Governor can be agreed as the first Governor to raise the subject at the Council Meeting. In certain cases the Governors

may decide they would like the Lead Governor to speak on their behalf at the Council Meeting, however this should not be the default situation.

3. To speak at Council Meetings on behalf of Governors when there is an agreement to do so and in such cases to be clear the opinions expressed are of a group of Governors and not just his/her own.
   Note: This should not be regarded as a majority or consensus view of all Governors, merely of those attending the pre-meeting. In all cases individual Governors are entitled to express their own views at Council Meetings.
4. To liaise with the Trust's Head of Corporate Affairs and/or the Chairman regarding other meetings that the Governors request and are then agreed, such as periodic meetings with the whole Board of Directors, meetings with only the Non-Executive Directors, meetings with other Trust management and hospital 'walk about' visits.
5. To update Governors as appropriate on relevant matters taken up on their behalf.
6. To speak on behalf of Governors at the Trust's Annual Meeting.
7. Not to represent the views of Governors in any other situation except when agreement has been received from the majority of Governors.

These duties should be reviewed on an annual basis by the Council of Governors and before any election is held for the Lead Governor role. They should then be included as part of the election material.

Recommendation

The Council of Governors is asked to agree:

- the additional duties of the Lead Governor;
- that the role description is kept on the Trust's website; and
- that the role is reviewed annually and distributed with the Lead Governor election material as applicable.