

### ELECTIONS OF LEAD AND DEPUTY LEAD GOVERNOR

<b>Council of Governors</b>	<b>Item: 13</b>
<b>16<sup>th</sup> October 2019</b>	<b>Enclosure: G</b>
<b>Purpose of the Report / Paper:</b>	
To provide the Council of Governors with the timetable and process for election to the posts of Lead and Deputy Lead Governor	
<b>For: Information</b> <input checked="" type="checkbox"/> <b>Assurance</b> <input type="checkbox"/> <b>Discussion and input</b> <input type="checkbox"/> <b>Decision/approval</b> <input type="checkbox"/>	
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<b>Recommendations:</b>	
The Council of Governors is asked to <b>note</b> the content of the report.	

# ELECTION OF LEAD AND DEPUTY LEAD GOVERNOR

## 1. Purpose of the report

- 1.1. To provide the Council of Governors with the timetable, appointment criteria and process for election to the posts of Lead and Deputy Lead Governor

## 2. Criteria and process

- 2.1. The criteria and process for election of the Lead Governor and Deputy Lead Governor are detailed in the Trust's Constitution (see Annex 5D attached). Please note that these posts may only be filled by governors elected in the public constituencies (i.e. not staff or appointed governors).
- 2.2. The process requires the election to have been completed so that the result can be confirmed at the last general meeting of the Council of Governors held prior to the expiry of the incumbent Lead Governor's term of office. The current Lead Governor is in post until 21<sup>st</sup> June 2020 and the current Deputy Lead Governor to 20<sup>th</sup> March 2020. The elections will therefore be completed in order to report to the Council of Governors on 17<sup>th</sup> March 2020.
- 2.3. Voting will be carried out by electronic ballot as in previous elections. Any Public Governor wishing to stand for election will be asked to submit a short election statement.
- 2.4. If all candidates wish to stand for Lead Governor, the election to both posts will be carried out in the same ballot by the voter ranking their selection of candidates. The candidate receiving most preferred rankings will be appointed as Lead Governor and the next preference candidate will be appointed as Deputy. If any candidate wishes to stand for Deputy Lead Governor only we will carry out the ballot in two parts, electing the Lead Governor first and then the Deputy Lead Governor.

## 3. Timetable

Date	Action
21 <sup>st</sup> January 2020	Nominations period opens. Public governors email the Director of Corporate Governance, <a href="mailto:susan.simpson19@nhs.net">susan.simpson19@nhs.net</a> , to self-nominate for the post of Lead Governor and/or Deputy Lead Governor, submitting a statement of no more than 250 words on their suitability for the post(s) and why they wish to be considered.
16 <sup>th</sup> February 2020	Nomination period closes at midnight.
18 <sup>th</sup> February 2020	Voting opens, either in one process or two depending on candidate applications.
10 <sup>th</sup> March 2020	Voting closes.
17 <sup>th</sup> March 2020	Result confirmed at Council of Governors meeting.

## 4. Recommendation

- 4.1. The Council of Governors is asked to **note** the content of the report.

## **ANNEX 5D – Lead Governor and Deputy Lead Governor**

### **1 Criteria**

1.1 The Council of Governors shall select a public governor to undertake the role of Lead Governor. An indicative outline of the responsibilities of the Lead Governor is provided at paragraph 3 below.

1.2 Governors wishing to undertake the role of Lead Governor must be:

- able to commit time to this role;
- prepared to acquire a detailed knowledge and understanding of foundation trust governance arrangements / requirements and their role and responsibilities within those arrangements;
- prepared to acquire a detailed knowledge and understanding of current issues within the Trust.

1.3 Desirable personal qualities for a Lead Governor include:

- excellent interpersonal and communication skills;
- the ability to deal with potential conflicts;
- the ability to command the respect, confidence and support of their governor colleagues;
- the ability to represent the views of governor colleagues.

### **2 Process**

2.1 The process for the selection and appointment of the Lead Governor shall be as follows:

- (a) the Lead Governor shall be elected by their peers at the last general meeting of the Council of Governors held prior to the expiry of the incumbent Lead Governor's term of office in their capacity as Lead Governor. Where there is to be a change of incumbent, the newly elected Governor shall hold office as shadow Lead Governor whilst the incumbent Lead Governor completes their term in office. Where a ballot is required, all Governors shall be entitled to vote. The Chairman (or Deputy Chairman if presiding as Chairman of the Council of Governors) shall not participate in the ballot but shall have a casting vote in the event of a tie.
- (b) once elected in accordance with paragraph 2.1 (b) above, the shadow Lead Governor's term as Lead Governor shall commence upon the expiry of the incumbent Lead Governor's term of office.
- (c) If the Lead Governor position otherwise falls vacant, the vacancy shall be filled by holding an election of the Council of Governors at the next general meeting to find a replacement to fill the seat for the unexpired period of the term of office.
- (d) At least one calendar month before the date of the meeting of the Council of Governors the Trust Secretary shall contact all Governors by post inviting nominations.
- (e) Where more than one nomination is received, the names of all the nominated candidates shall be distributed and a secret ballot shall be conducted. The Trust Secretary, or his/her nominee, shall act as returning officer and shall announce the results of the election before the close of the meeting when the results will be made available for scrutiny by Governors as required. Where there is only one nomination, the Council of Governors shall be asked to ratify the appointment.
- (f) The appointment as Lead Governor shall be effective for two years or (if earlier):
  - until that person resigns the position of Lead Governor by giving notice to the Chairman in writing; or
  - until that person is removed from the position of Lead Governor by a resolution passed by three quarters of the remaining governors at a general meeting of the Council of Governors.
- (g) A Governor may serve two consecutive two year terms as Lead Governor, following which a period of two years must elapse before that Governor is eligible for re-election as Lead Governor.

- (h) Time served as Deputy Lead Governor will not count towards a governor's subsequent terms of office in the position of Lead Governor.
- (i) The Trust Secretary shall be responsible for notifying Monitor of a change of Lead Governor.

### **3. Responsibilities of the Lead Governor**

An indicative outline of the responsibilities of the Lead Governor is provided at below. The Trust and the Lead Governor shall have reference to Appendix B of Monitor's publication "The Foundation Trust Code of Governance" March 2010 (as amended and/or reissued or revised from time to time) in respect of the responsibilities of the Lead Governor and the discharge of them.

- (j) To lead the Council of Governors in circumstances where it may not be considered appropriate for the Chairman, Deputy Chairman or another one of the Non-Executive Directors to lead (e.g. chairing a meeting to discuss the appointment of a new chairman) and to act as the point of contact with Monitor where it is decided by the Governors or Monitor that the usual channel (through the Chairman) is not warranted.
- (k) On behalf of the Council of Governors, to attend the monthly meetings with the Chairman and the Trust Secretary.
- (l) On behalf of the Council of Governors, to raise issues for discussion at the Trust Board.
- (m) To assist the Chairman in facilitating the flow of information between the Trust Board and the Council of Governors.

### **4. Deputy Lead Governor**

- 4.1. The Council of Governors shall select a public governor to undertake the role of Deputy Lead Governor. Selection shall not preclude the governor from standing for the position of Lead Governor should an election take place during their tenure as Deputy Lead Governor, nor shall selection as Deputy Lead Governor determine that the governor shall progress to appointment as Lead Governor in place of the process described in paragraph 2.1.
- 4.2. If the Lead Governor is unable to attend a meeting which requires the attendance of the Lead Governor, the Deputy Lead Governor shall act as Lead Governor for the duration of that meeting.
- 4.3. If the Lead Governor is unable to discharge his/her duties (for reasons of ill health; is otherwise incapacitated; or is out of the country) then the Deputy Lead Governor shall be acting Lead Governor.
- 4.4. The process for the appointment and selection of the Deputy Lead Governor shall be as described for the Lead Governor in paragraph 2.1 above. A Governor may serve two consecutive two year terms as Deputy Lead Governor, following which a period of two years must elapse before that Governor is eligible for re-election as Deputy Lead Governor.
- 4.5. Time served as Lead Governor will not count towards a governor's subsequent terms of office in the position of Deputy Lead Governor.
- 4.5. The Trust shall inform Monitor of the contact details of the Deputy Lead Governor.