

Election information pack for prospective Governors 2019-20

Could you be our next Governor?

excellent
kind ■
responsible |
■ **respectful**

Introduction

Thank you for showing an interest in becoming a Governor at St George's University Hospitals NHS Foundation Trust.

I have been Chairman of the Trust since April 2017, having previously served as a Non-Executive Director from June 2016. Since joining the Trust, I have been genuinely impressed by the many dedicated, talented and hardworking people who choose to work here.

There are also many interested and enthusiastic people living in our communities who care passionately about St George's, and the services we provide. They together with our many partner organisations want to make St George's a great place to be treated as a patient and to work.

The Trust has a proud history of delivering high quality care. We offer a unique mix of services – from local and tertiary hospital based services, to those based in community settings. Our reach is significant – in total, the Trust serves a population of 1.3 million people across south west London and a number of our specialist services, such as neurosciences and renal transplantation, serve a further 3.5 million across Surrey and Sussex.

Overall, there is much to be positive about at the Trust, but the challenges St George's currently faces are also significant. A recent Care Quality Commission (CQC) inspection confirmed significant problems with our estate at St George's (Tooting), and our information technology systems.

We also need to strengthen our financial and operational performance, so enabling us to enhance the quality of care we provide to our patients. We have recently been placed in financial special measures for both quality and finance and, whilst we are making progress, we don't underestimate the scale of the challenge we face.

Today, the hospital services we provide show a mixed picture of outstanding practice in some areas, plus others that need more help to succeed.

We have the potential to make St George's great again, which is why we are looking for people who are excited at being part of this proposition and, crucially, who share our values of being Excellent, Kind, Respectful and Responsible.

Gillian Norton
Chairman

The purpose of this document is to provide information about what being a Governor for St George's means and to assist you with your decision on whether to put yourself forward for election.

The Trust is committed to establishing a representative Council of Governors and welcomes nominations from all backgrounds, genders and ages, especially people who use the Trust's services and their carers.

Your involvement as a Governor is important to us. However we recognise that being a Governor will require your time and commitment and so we ask that you consider this document carefully.

If you have special communication needs please let us know. An easy read version of the role of the Governor has been produced by NHS Improvement (NHSi), the Foundation Trust regulatory body, and can be found at www.improvement.nhs.uk

All members, age 16 and over, are eligible to nominate themselves to stand for a Governor, if an election is being held in their constituency.

Richard Coxon
Membership & Engagement Manager

Telephone on 020 8266 6132 or email on members@stgeorges.nhs.uk

About St George's University Hospitals NHS Foundation Trust

St George's is the leading Trust for teaching, research and specialist services in South West London. We provide a full range of services to our local population of residents of Wandsworth, Merton and parts of Lambeth. St George's became a Foundation Trust in February 2015.

Where Foundation Trusts differ fundamentally from NHS trusts is that they are Membership organisations with Staff and Public Members. Foundation Trusts also have a Council of Governors with Governors being elected by Staff and Public Members and some appointed by local stakeholder organisations.

The Council of Governors

The Council of Governors is made up of 26 Governors representing the public, patients, staff and stakeholders. Twenty Governors are elected by the public, patients and staff and remaining eight Governors are appointed from partner organisations such as local authorities and universities; they are known as Stakeholder Governors.

The Council of Governors is Chaired by the Trust's Chairman, Gillian Norton, who is also the Chairman of the Board of Directors. This provides a direct link between the Council of Governors and the Board of Directors.

It is difficult to quantify the contribution Governors make. They add value to St George's and to the NHS, particularly in the area of helping improve service quality and the experience for patients. Governors come from a wide range of backgrounds, bring a mix of skills and experience to the role, but take a real interest in the work of the Trust and are the Trusts representatives. When asked, Governors say that they find the role interesting, rewarding and varied, although it can also be frustrating and challenging.

Role of a Governor

Governors have to perform a number of statutory roles. These are set out in the St George's constitution and are listed below:

- Hold the Non-Executive Directors individually and collectively to account for the performance of the Board of Directors.
- Appoint or remove the Chairman and other Non-Executive Directors
- Approve the remuneration, allowances, and other terms of conditions of Non-Executive Directors.
- Appoint or remove the Trust's Auditor.
- Receive the Annual Accounts and the Annual Report.
- Approve the appointment of the Chief Executive made by the Non-Executive Directors.
- Give the views of the Council of Governors on the St George's Annual Plan.
- Develop the Membership, representing the interests of Members.
- Approve an application to enter into a merger, or acquisition.
- Approve (or not) increases of more than five per cent a year to St George's non-NHS income.

Governors must commit to attending and participating in the Council of Governors meetings, of which there are at least four each year and to attend the Annual Members' Meeting.

Governors can also take part in Governor led working groups where they contribute to the improvement of the patient experience. Governors are encouraged to take part in Membership recruitment and support Membership engagement events. We estimate that for a fully engaged Governor the time commitment can average out at up to three days per month across the year.

What else do Governors do?

Governors are able to attend both Board meetings, in public and private, as well as Board Sub-Committee meetings. The Council of Governors also has two Committees: Remuneration & Nominations Committee and Membership and Engagement Committee. Governors are also able to take part in quality inspections around the Trust.

We also encourage Governors to use their skills, contacts and communication networks to help us make a difference in the local community, for example by participating in community meetings and local events, and by carrying out surveys, all of which add value to St George's.

How St George's supports its Governors.

Induction programme

All new Governors will be given an induction so that they can carry out the duties of and responsibilities of their role.

The Membership Office will also facilitate a programme of hospital tours. These will be held jointly with Non-Executive Directors where possible. We generally communicate with Governors via email or web forum.

Training to support Governors and help them to acquire the skills and knowledge to undertake their role will be organised through the Membership Office. The Membership and Engagement Manager will support communication between Governors, Members and the Board of Directors.

Expenses

Governors do not receive payment for being a Governor but St George's will pay reasonable travel and parking fees to help Governors to fulfil their role.

Limitations to the role of the Council of Governors

Whilst Governors fulfil a statutory important role, there are certain things they cannot do. These are summarised below:

- The Council of Governors cannot veto or over-rule decisions made by the Board of Directors.
- The Council of Governors will not be involved in the day to day running of the Trust, setting budgets, staff pay or other operational matters. These responsibilities lie with the Board of Directors.
- The Council of Governors has no role in considering the appointment or dismissal, appraisal, pay levels or conditions of service of Executive Directors and other Trust staff.
- Governors are not expected to raise complaints on behalf of individuals, or to act as advocates on single issue items of personal interest. They are required to represent the broad range of views and interests in their constituency, of their nominated organisation, or of an area of special interest to the wider Trust.

The Election Process

By law, St George's has to run an independent and transparent voting process for Members to elect the Governors to represent them.

Nomination forms will be available in good time before the election date.

Once notice of poll is served, voting packs are sent to Members in the related constituency i.e. Wandsworth public constituency members will receive information on nominated Wandsworth Governors only.

We will use the first past the post (FPTP). The FPTP process is very simple and has been used in the majority of elections for Foundation Trusts. It is the system by which Members of Parliament are elected.

Important information for prospective governors

Eligibility

- Governors must be members of the Trust.
- Governors must be at least 16 years old (at the date they are nominated for election).
- Public Governors must live in the area they represent.
- Staff Governors must have a job role in the category they represent.

Statutory requirements

There are certain statutory requirements that prevent an individual from becoming a governor, such as criminal convictions within the preceding five years, bankruptcy, dismissal from a NHS job within the preceding two years or disqualification from a health related professional body.

You **cannot** become (or continue as) a Governor if you are:

- A Director (Executive or Non-Executive), Governor, Chairman or Chief Executive of another NHS Foundation Trust.
- A spouse, partner, parent or child of a member of the Board of Directors of a Foundation Trust.
- Your position as Chair, Member or Director of a health service body has been terminated on the grounds that the appointment is not in the interest of the health service, for non-attendance at meetings or for non-disclosure of a financial interest.
- An un-discharged bankrupt.
- Have made a composition or arrangements with, or granted a trust deed for, your creditors and have not yet been discharged.
- Subject to a sex offender order.
- Have in the last five years, been convicted in the British Isles of any offence and a sentence of imprisonment for a period of three months or more without the option of a fine was imposed.

Additional mandatory requirements

Disclosure and Barring Service (DBS) check

All Governors are required to consent to a DBS check. The DBS check is designed to confirm whether you have a criminal record. This is important for an organisation which has responsibility for young and vulnerable members of the public. Clearance from the DBS allows the organisation to confidently allow Governors to carry out the role of Governor.

A Governor will be disqualified if, on the basis of disclosures obtained through a DBS check, he/she is not considered suitable by the Foundation Trust.

Declaration of interests

Members of the Council of Governors are expected to disclose to the council any material interests held by themselves, their spouse or partner, which are then recorded in the Register of Interest of Governors. The register is available to the public on request.

The Nolan Principles

Governors will be expected to understand and act in ways that are set out in the seven principles of public life, understood as the Nolan principles. These are

- Selflessness.
- Integrity.
- Objectivity.
- Accountability.
- Openness.
- Honesty.
- Leadership.

Our values

Governors will be expected to embrace and act in a manner that is compliant with our values. These are: excellent; kind; responsible and respectful.

Governor code of conduct

Our Governors are required to sign a declaration saying that they will comply with our Code of Conduct.

Tenure of Office

Terms of Office

Following the Trust's election, Governors will be elected for a period of three years from the 1 February 2020.

At the end of a Governor's term of office, individuals may offer themselves for re-appointment. Governors will be able to serve for a maximum of nine consecutive years but will cease to hold office if they no longer live in the area of their constituency (Public Governors), no longer work for our Trust or hold a position in the category that they represent (Staff Governors), or are no longer supported in office by the partner organisation that they represent (nominated Governors).

Termination of Office

Governors will cease to hold office if:

- They resign in writing to the Corporate Secretary.
- They do not take part in the training programmes, which are considered essential for all Governors unless you can provide a reasonable explanation.
- They are no longer a Member of the constituency, area or category you were elected to represent.
- An elected Governor may not, if re-elected for more than one term of office, hold office for more than nine consecutive years in total.
- An elected Governor who has held office for a period of nine consecutive years may not be eligible for re-election until they have ceased to hold such office for a minimum of one year.
- A change in your circumstances means that they no longer meet the criteria for being a Governor.
- They fail to comply with the Trust's mandatory requirements (declaration of interests, code of conduct, DBS check/clearance).

Useful Contacts

FT Membership Office

The Foundation Trust Membership Office will be able to assist if you have any queries, or refer you to someone else who can help.

Richard Coxon, Membership & Engagement Manager
Tel: 0208 266 6132

Trust Chair

The Chairman is Gillian Norton.

Chief Corporate Affairs Officer

The Chief Corporate Affairs Officer is Stephen Jones.

Useful Websites

You may find the following websites useful (where a telephone number is available and appropriate for enquiries, we have included this):

St George's: www.stgeorges.nhs.uk

NHS Improvement is the FT regulatory body: <https://improvement.nhs.uk/>

NHS Providers is the membership organisation and trade association for NHS acute, ambulance, community and mental health services: <http://nhsproviders.org/>

NHS England: <http://www.england.nhs.uk/>

Department of Health: www.dh.gov.uk

Jargon Buster

Auditor	Someone who is not a member of the Foundation Trust who independently checks the information about its money and finances.
Care Quality Commission (CQC)	The independent regulator of health and social care in the United Kingdom. The Foundation Trust must be registered with the CQC to provide its range of services.
Chairman or Chairperson	The person appointed or elected in charge of a group or meeting.
Elected Governors	Members of the Foundation Trust (public or staff) who are elected by other Members to represent their constituency or staff group.
Executive Directors	Senior managers who work for the NHS Foundation Trust.
NHS trusts	NHS organisations (that are not Foundation Trusts) that provide health or social care services in a local area.
Non-executive Directors (NED)	A Non-Executive Director is a member of the Board of Directors who does not form part of the executive management team. He or she is not an employee of the organisation or affiliated with it in any other way.
Nominated Governors	Governors appointed to represent the interests of a stakeholder or partner organisation. This is usually an organisation where the foundation trust has a strategic or operational partnership and mutual interest.
NHS Improvement (NHSi)	The independent financial and governance regulator of Foundation Trusts (formerly Monitor).
Trust Secretary	<p>The Trust Secretary oversees arrangements by the conduct and administration of the Council of Governors and Board of Directors as well as the Membership.</p> <p>The Corporate Secretary is responsible for ensuring that the Foundation Trust complies with relevant legislation and terms of authorisation.</p>