Lead Governors

Lois Howell

NHS Providers Associate
Lead governor – the background

Prior to 2009 no requirement from Monitor for any distinction between Governor roles

Code of Governance set out obligations in respect of Members and governors:

- Membership to be “representative of the community served” by the Trust
- At least two membership constituencies required:
  - Public
  - Staff
Lead governor – the background

• Governing body to be elected by the membership
  - Majority of public governors
  - Staff governors

• Plus appointed Governors (prescribed minimum)

• Some Trusts created a “Vice Chair” role on Council of Governors, but purely a constitutional decision
Lead governor – the background

• Monitor consultation published April 2009

  Guide for NHS Foundation Trust Governors: meeting your statutory responsibilities

• Concept of the Lead Governor proposed
  – “Lead” for the Board of Governors where Chair and NEDs have a conflict of interests
  – Key contact for Monitor in the event of performance concerns
Lead governor – the background

Your statutory duties: a reference for NHS Foundation Trust governors (October 2009)

- Lead Governor role explained
  - To lead the Board of Governors where it is not appropriate for the Chair / another NED to do so
  - Direct communication with Monitor
  - To be chosen by the Board of Governors
  - Lead Governor not to deputise for Deputy Chair
  - Existence of Lead Governor not to prevent any Governor making direct contact with Monitor
Lead governor – the background

• Requirement confirmed by Monitor letter in December 2009 for implementation 31 March 2010
  – As per guide, plus contact in the event of unlawful Governor / board processes

• Details included in 2010 update of

  *NHS Foundation Trust Code of Governance*
  – No significant change, although “...where individual governors wish to contact Monitor, this would be expected to be through the lead governor.”
Lead governor – Current guidance

Your statutory duties: a reference guide for NHS Foundation Trust Governors (August 2013)

• Confirms Lead Governor as liaison between Monitor and Council of Governors
  – where there are “...concerns about leadership”, or
  – where it is inappropriate for Monitor to contact the Chair

• Acknowledges “confusion” caused by the term
  – Confirms no intention to create a “leader” or give greater responsibilities
  – Endorses FTs’ right to choose to enhance the role
Lead governor – Current guidance

Your duties: a brief guide for NHS Foundation Trust Governors (March 2014)

• Summarises liaison role of Lead Governor

• Acknowledges that some Trusts broaden role
  – Confirms that role description should be agreed by Governors and Directors
  – Directs that “Directors should not be involved in the choice of lead Governor….that is for the governors to decide.”
Lead governor – Current guidance

*The NHS Foundation Trust Code of Governance* (July 2014)

- Importance of Monitor’s ability to communicate quickly with Lead Governor noted
  - Concerns about Trust leadership identified as key reason for Monitor contact
  - Contact only likely in the event that Trust is at risk of being in significant breach of licence
  - Contact also possible if there are concerns about NED appointments or non-compliance with constitution

- No reference to enhancements to the role
Lead governor – in practice

2014/15 research project commissioned by NHS Providers

63 Trusts contacted by phone (41% of FTs)

- 38 Acute Trusts
- 20 Community / Mental Health Trusts
- 5 Ambulance Trusts
- 50 authorised 2004 – 2009
- 13 authorised 2010 – 2015
Lead governor – in practice

Standard questions put to Trust Secretaries

• Enhanced role?
• If yes, what additional responsibilities?
• Role description?
• Election?
• Restriction on who can hold the role?

Six case studies

• Conversations with Lead Governors
• Pros / cons / benefits / advice
Lead governor – in practice

Findings
• 46% (29) give no additional responsibilities beyond Monitor guidance
• 54% (34) give some additional responsibilities
• Range of additional duties from 1 – 16

<table>
<thead>
<tr>
<th>Additional responsibilities</th>
<th>1</th>
<th>2</th>
<th>3</th>
<th>4</th>
<th>5</th>
<th>7</th>
<th>8</th>
<th>16</th>
</tr>
</thead>
<tbody>
<tr>
<td>Number of Trusts</td>
<td>4</td>
<td>3</td>
<td>10</td>
<td>7</td>
<td>6</td>
<td>2</td>
<td>1</td>
<td>1</td>
</tr>
</tbody>
</table>

• Top additional responsibility:
  • contributing to agenda setting for CoG
• 26 out of 34 Trusts
# Lead governor – in practice

## Findings - top additional responsibilities

<table>
<thead>
<tr>
<th>Activity</th>
<th>Count</th>
</tr>
</thead>
<tbody>
<tr>
<td>Regular 1:1 with Chair</td>
<td>12</td>
</tr>
<tr>
<td>Involvement in NED appraisals</td>
<td>10</td>
</tr>
<tr>
<td>Liaison between Board and CoG</td>
<td>9</td>
</tr>
<tr>
<td>Ex officio role on Appts Committee</td>
<td>8</td>
</tr>
<tr>
<td>Regular 1:1 with Trust Secretary</td>
<td>8</td>
</tr>
<tr>
<td>Reviewing / promoting CoG effectiveness</td>
<td>8</td>
</tr>
<tr>
<td>Chairing Governor only meetings</td>
<td>6</td>
</tr>
</tbody>
</table>
## Lead governor – in practice

### Findings - other additional responsibilities

<table>
<thead>
<tr>
<th>Activity</th>
<th>Score</th>
</tr>
</thead>
<tbody>
<tr>
<td>Working with the Board</td>
<td>6</td>
</tr>
<tr>
<td>Liaison with third parties</td>
<td>4</td>
</tr>
<tr>
<td>Role in removing Governors from CoG</td>
<td>4</td>
</tr>
<tr>
<td>Coordinating consultation responses from Governors</td>
<td>4</td>
</tr>
<tr>
<td>Participating in new Governor inductions</td>
<td>3</td>
</tr>
<tr>
<td>Mentoring other Governors</td>
<td>3</td>
</tr>
<tr>
<td>Reviewing/promoting CoG Committee effectiveness</td>
<td>3</td>
</tr>
</tbody>
</table>
### Lead governor – in practice

#### Findings – other additional responsibilities

<table>
<thead>
<tr>
<th>Activity</th>
<th>Frequency</th>
</tr>
</thead>
<tbody>
<tr>
<td>Regular 1:1 meetings with Chief Executive</td>
<td>2</td>
</tr>
<tr>
<td>Regular 1:1 meetings with Senior Independent Dir</td>
<td>2</td>
</tr>
<tr>
<td>Reporting to Board on CoG activities</td>
<td>2</td>
</tr>
<tr>
<td>Updating Governors on key events</td>
<td>2</td>
</tr>
<tr>
<td>Representing the interests of Governors</td>
<td>1</td>
</tr>
<tr>
<td>Meeting with CoG Committee Chairs</td>
<td>1</td>
</tr>
<tr>
<td>Representing the Governors at AMM</td>
<td>1</td>
</tr>
</tbody>
</table>
# Lead governor – in practice

## Findings – other additional responsibilities

<table>
<thead>
<tr>
<th>Role</th>
<th>Count</th>
</tr>
</thead>
<tbody>
<tr>
<td>Involvement in policy development</td>
<td>1</td>
</tr>
<tr>
<td>Member of Strategic Development Group</td>
<td>1</td>
</tr>
<tr>
<td>Board attendance role</td>
<td>1</td>
</tr>
<tr>
<td>Leader on member engagement</td>
<td>1</td>
</tr>
</tbody>
</table>
Lead governor – in practice

Other research findings

• **30** of the Trusts where Lead Governor has additional responsibilities have a formal role description

• **29** have quasi-formal elections

• **13** Trusts restrict the role to public governors

• **4** Trusts restrict the role to elected governors
Lead governor – in practice

Summary of findings

54% of FTs give their Lead Governor additional responsibilities

• Range of additional duties 1 – 16
• Modal average number of additional duties = 3
• Most Lead Governors (26 / 34) involved in CoG agenda setting
• Significant number of additional roles contribute to CoG effectiveness and/or relationships between CoG and Board of Directors
Lead governor – in practice

Voices of experience
Mavis Henley

• Governor for eight years
• Represents public constituency of Wokingham
• Lead Governor for three years
• Has worked with Chairman to develop the role
Berkshire Healthcare NHS Foundation Trust

Additional roles

• Receiving and communicating comments from governors to the chairman

• Together with the chairman
  – setting Council and joint Board/Council agenda business
  – determining governor training / development needs
  – delivering governor induction

• Acting as a mentor and confidante for governors

• Supporting resolution of conduct issues
Additional roles

Also a member of the following governor groups:

- Appointments and Remuneration Committee
- Strategy
- Quality Assurance (former chair)
- Membership and Public Engagement (former chair)
- Living Life to the Full
- Governors’ Reference Group
Maggie Fenton

- Governor since September 2010
- Represents public constituency of Kent
- Elected Lead Governor March 2014
Additional roles

• Assists Chairman and Trust Secretary with planning Council meetings

• Works closely with the Trust Chairman, by phone and in meetings, and supporting him in problem solving

• With Membership & Governor Engagement Manager, setting up and promoting an on-line forum for Governors
Additional roles
Also a member of the following Governor Groups:
• Nominations Committee
• Governor Development Committee
  – chaired by the Lead Governor
  – ensures that Governors have the information, training and support they need to carry out their role
• Membership Development Committee
Lead governor

Questions and discussions
Lead governor - conclusions

• Monitor requirement to identify a Lead Governor a “comply or explain” provision
• Designation of Lead Governor a matter for the Governors
• Enhancement of the role an option, but not Monitor’s intention
• Just over half of FT’s do give additional responsibilities
• Range and variety of additional roles significant
Lead governor – NHS Providers’ resources

Online resource pack

• Library of authoritative requirements and guidance

• Library of role descriptions

• Suite of case studies