

## Cover Sheet

Council of Governors Meeting: Wednesday 19 January 2022

CoG2022.03

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**Title:** Management of Staff Governor Vacancy

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**Status:** For Decision

**History:** none

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**Board Lead:** Trust Chair

**Author:** Laura Lauer, Deputy Head of Corporate Governance

**Confidential:** No

**Key Purpose:** Assurance

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## Management of Staff Governor Vacancy

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### 1. Purpose

- 1.1. A governor vacancy has arisen in the Non-Clinical Staff category.
- 1.2. This paper outlines a proposal for filling this vacancy in a cost-effective manner while maintaining the current cycle of terms.

### 2. Background

- 2.1. Annex 3 of the Trust's Constitution sets out the composition of the Council of Governors and provides for two members of non-clinical staff to serve as Governors. The current Non-Clinical Staff Governors are: Rebecca Cullen (term [with co-option] ends 31 March 2022) and Samantha Parker. (term ends 31 March 2024).
- 2.2. Samantha Parker is no longer employed by Oxford University Hospitals NHS Foundation Trust and can no longer serve as a Non-Clinical Staff Governor; over two years are remaining on her term of office.
- 2.3. At its meeting in July 2020 the Council approved the recommendation that all outgoing Governors be offered the opportunity to be co-opted onto the Council as non-voting members, that all Governor terms of office be aligned to commence on 1 April, and that elections be deferred until early 2022. (CoG20/07/08)
- 2.4. Under this schedule, Governor elections are therefore due to be run in two out of every three years; with the following terms for Staff Governors:

Staff Governor Category		Term start	Term End
2 Clinical Staff	1 Non-Clinical Staff	1 April 2021	31 March 2024
2 Clinical Staff	1 Non-Clinical Staff	1 April 2022	31 March 2025

- 2.5. The Trust has commenced an election process for both Public and Staff Governors. Nominations are due on Monday 24 January 2022. Voting will take place between 8 February and 3 March 2022, with the result declared on 4 March 2022.

### 3. Options and Proposal

#### Options

- 3.1. Annex 5 of the Trust's Constitution outlines the options open to the Council should a vacancy arise for any other reason other than the expiry of the term of office.

- 3.2. The Council of Governors may:
- a. call an election within three months to fill the seat for the remainder of that term of office;
  - b. invite the next highest polling (runner-up) candidate for that seat at the most recent election, who is willing to take office, to fill the seat until the next election, for the unexpired period of the term of office; or
  - c. leave the seat vacant until the next scheduled elections are held if the un-expired period of office is less than twelve months.
- 3.3. As there are more than twelve months of the term of office to run, the Council cannot leave the seat vacant per option c.
- 3.4. An election has already been called to elect a Non-Clinical Staff Governor for a term commencing 1 April 2022; to call another election would incur additional expense and could risk confusion.

#### Proposal

- 3.5. It is proposed that the Council adopt a combination of options a and b. Under this proposal, the election for Non-Clinical Staff Governor will take place as outlined in 2.5 above. The candidate with the most votes will be elected to a three-year term (1 April 2022 – 31 March 2025). The second-placed candidate will be offered a two-year term (1 April 2022 – 31 March 2024).
- 3.6. By adopting this solution, the Council will preserve the cycle of Staff Governor terms and allow elections to run as anticipated in early 2024 and early 2025.

## **4. Recommendations**

- 4.1. The Council of Governors is asked to approve the proposal that two Non-Clinical Staff Governors are elected as part of the current ballot: the first-placed candidate to serve a three-year term (1 April 2022 – 31 March 2025) and the second-placed candidate to serve the remainder of Samantha Parker's term (1 April 2022 – 31 March 2024).