

# Lead Governors

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# 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

Additional responsibilities	1	2	3	4	5	7	8	16
Number of Trusts	4	3	10	7	6	2	1	1

- **Top additional responsibility:**
  - **contributing to agenda setting for CoG**
  - 26 out of 34 Trusts

# Lead governor – in practice

## Findings - top additional responsibilities

Regular 1:1 with Chair	12
Involvement in NED appraisals	10
Liaison between Board and CoG	9
Ex officio role on Appts Committee	8
Regular 1:1 with Trust Secretary	8
Reviewing / promoting CoG effectiveness	8
Chairing Governor only meetings	6

# Lead governor – in practice

## Findings - other additional responsibilities

Working with the Board	6
Liaison with third parties	4
Role in removing Governors from CoG	4
Coordinating consultation responses from Governors	4
Participating in new Governor inductions	3
Mentoring other Governors	3
Reviewing/promoting CoG Committee effectiveness	3

# Lead governor – in practice

## Findings – other additional responsibilities

Regular 1:1 meetings with Chief Executive	2
Regular 1:1 meetings with Senior Independent Dir	2
Reporting to Board on CoG activities	2
Updating Governors on key events	2
Representing the interests of Governors	1
Meeting with CoG Committee Chairs	1
Representing the Governors at AMM	1

# Lead governor – in practice

## Findings – other additional responsibilities

Involvement in policy development	1
Member of Strategic Development Group	1
Board attendance role	1
Leader on member engagement	1



# 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

## **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