

## Job Description Governor of the Foundation Trust

**Accountable to:** Members of the Foundation Trust

**Remuneration:** Governors are not paid a salary, but are entitled to claim reasonable expenses incurred in connection with their duties.

**Key Working Relationships:** Members of the Trust, the Chair of the Trust, the Senior Independent Director, the Board of Directors, the Chief Executive and the Trust Secretary.

### 1. Job Summary

As part of the Council of Governors to represent the interests of local communities in the development of the organisation. In this way the population served by the Trust will be directly involved in its governance.

Governors have three main roles:

#### As an advisor

Governors are a key community link for the Trust. They provide a steer on how the Foundation Trust should carry out its business in ways consistent with the needs of Members and the wider community.

Public and Staff Governors are responsible for feeding back to the Trust, via the Council of Governors, the views and ideas of the members they represent.

Governors will develop membership in two main ways: by overseeing the development and implementation of the Membership Strategy; and by direct engagement with Members at constituency meetings.

#### As a guardian

The Council of Governors is responsible for ensuring that the Trust conducts its business in a way that reflects its purpose.

Part of their role is making sure that the views of people who use the Trust's services and local communities are taken into account when plans for services are being developed.

The Council of Governors is also expected to hold the Board of Directors to account and would also be expected to inform Monitor (the Foundation Trust Regulator) if it has any concerns about the performance of the Board of Directors which could not be resolved at a local level.

#### As a critical friend

Governors will help plan and steer the direction of the Trust. This includes working with the Board of Directors to set priorities for improvements and changes. In this role Governors will act as 'critical' friends. 'Critical' friends support, challenge and ask.

## **2. Key Duties and Responsibilities**

### **Individual Duties and Responsibilities:**

- To abide by the Code of Conduct
- To uphold the values of the Trust
- To comply with the policies and procedures of the Trust including the Authorisation and Constitution.
- To attend meetings of the Council of Governors, its Committees and Sub-Committees
- To ensure effective communication with Members

### **Collective Duties and Responsibilities as part of Council of Governors:**

#### Legal Responsibilities

- To give a response when consulted by the Board of Directors
- To appoint and remove the Chairman and Non-Executive Directors
- To set the pay levels and conditions of employment for Chairman and Non-Executive Directors
- To approve the appointment of the Chief Executive. However, the Council will not appoint the Chief Executive
- To receive the Trusts Annual Report and Accounts, and the Auditor's Report
- To appoint or remove the Trust's external financial auditors
- To represent the interests of the local community, including the people who use the Trust's services and their carers
- To act as a source of ideas about how the Trust can provide its services in a way that meets the needs of the communities it serves
- To discuss, advise and support the Board of Directors in setting the longer-term vision and strategy for the Trust
- To oversee the Foundation Trust's Membership Strategy and encourage membership
- If invited, to advise on staff appointments

## **3. Limitations**

- 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 within 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
- Governors are not there to raise complaints on behalf of individuals or to act as advocates. They are required to represent a broad range of interests in their constituency or area of special interest

## **4. Commitment**

It is difficult to gauge the time commitment which will be required from Governors and, in part, this will depend on how much time Governors can devote to the role.

The Council of Governors has to meet a minimum of four times per year. There will also be other meetings, for example Constituency meetings to enable engagement with Members.

It is likely that a Governor could be expected to attend between seven and 12 meetings per year depending on the number of Committees they wish to join.

In addition, Governors will be expected to attend a number of training events.

## **5. Feedback**

Group and individual development needs will be identified through the activities undertaken and the outcomes achieved.

The performance of Council as a collective group will be appraised annually so as to inform the future development requirements and priorities of tasks undertaken by Council.

## **6. Statutory duties**

Full guidance is available by clicking the following link:

[www.gov.uk/government/uploads/system/uploads/attachment\\_data/file/284473/Governors\\_guide\\_August\\_2013\\_UPDATED\\_NOV\\_13](http://www.gov.uk/government/uploads/system/uploads/attachment_data/file/284473/Governors_guide_August_2013_UPDATED_NOV_13)

Reviewed: March 2016