

James Paget University Hospitals   
NHS Foundation Trust

**Governors Council**

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**Report of:** Chairman  
**Title:** Governors - Role and Responsibilities  
**Date:** 14<sup>th</sup> December 2007  
**Action:** For attention

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**SUMMARY:**

As part of the ongoing work to comply with Monitor's Code of Governance the role of governors must be set out (Code Provision B.1.4). This is attached for the Council's attention.

**RECOMMENDATION:**

The Governors Council is asked to note the role of governors.

**Governors – Role and Responsibilities**  
**(as required by Monitor’s Code of Governance B.1.4)**

**November 2007**

**Schedule 7, National Health Service Act 2006** states the responsibilities of a Governors Council as follows:

1. Appoint or remove the chairman and the other non-executive directors
2. Approve the appointment of a chief executive (the non executive directors appoint or remove the executive directors)
3. Decide the remuneration, allowances and the other terms and conditions of office of the non executive directors
4. Appoint or remove the auditor
5. Express views for consideration in the directors’ preparation of the forward plan
6. Receive the annual accounts, auditor’s report and annual report.

Legislation gives these powers but does not clearly define a governor’s role. The governors do not ‘run’ the hospital, the Board of Directors do this as outlined in Monitor Code of Governance provision B.1.8.

In addition to the requirements of the 2006 Act and the main principles of the Code of Governance, various documents have been reviewed. These come from Monitor and the Foundation Trust Network, together with individual Foundation Trust presentations to Governors, which expand the roles and responsibilities to include the following:

1. The Governors Council will hold the Board of Directors to account for the performance of the Trust, and will establish a policy to engage with the Board of Directors when there are concerns about:
  - the performance of the Board of Directors
  - compliance with the Terms of Authorisation
  - welfare of the NHS Foundation Trust (B.1.7 Monitor Code of Governance). (B.1 main principle Monitor Code of Governance)
2. Regularly feed back information about the Trust, its vision and its performance to the constituency they represent (B.1 main principle Monitor Code of Governance)
3. Act as ambassadors (FTN guidance)
4. Represent the interests of members and partnership organisations in the governance of the Trust (FTN guidance)
5. Establish a policy for the removal of governors who fail to discharge their responsibilities. (D.2.3 Monitor Code of Governance)