

Governors Council

Report of:	Head of Communications & Foundation Secretary
Title:	Monitor's Code of Governance Benchmarking review
Date:	16 th May 2008
Action:	For attention

SUMMARY:

The Code of Governance and issues relating to it were considered by the Board of Directors and the Governors Council during 2007. The benchmarking process of the Trust's current policies and procedures against the Code is now complete.

The Board of Directors has approved the final benchmarking against the Code. The benchmarking document is available on request. The evidence file to support this process can be viewed in the Foundation Trust office.

RECOMMENDATION:

The Council is asked to note to completion of this project.

1. Outstanding Issues

1.1 The issues that remained outstanding in July 2007 were as follows. The agreement was that all would be completed by the end of 2007:

Issue outstanding	Action taken
Review of Performance Management Framework (A.1.5, F.1.4)	Local Performance Management Framework presented to Board of Directors March 2008
Division of responsibilities between the Chairman and Chief Executive (A.2.1)	Board of Directors December 2007
Process for determining independence of NEDs (A.3.1)	Agreed annually. Included in revised Corporate Governance Framework to be presented to Board of Directors April 2008
Revision of Governors Council Code of Conduct (B.1.4)	Reviewed and approved by Governors Council in September 2007
Schedule of shared information needs between the Board of Directors and Governors Council/Governors Council policy for engagement with the Board of Directors and dealing with disagreements (A.1.1; B.1.5; B.1.7, D.1.3; B.1.5)	Policy for Engagement with Board of Directors approved by Governors Council December 2007
Succession planning (C.1.1)	Being taken forward by new Director of Human Resources & OD as part of Training and Education/ Management and Leadership papers – due June 2008
Non Executive Directors performance process (C.2.2; E.1.2))	Revised and approved by Governors Council March 2008
Board performance evaluation process (D.2.1)	Board of Directors December 2007 with results of Strategy Day held in February 2008; Board questionnaire outcomes to be presented to Board in April 2008
Executive Directors pay review (E.1.1)	Trust remuneration policy agreed August 2007; to be reviewed prior to August 2008 led by Director of HR.
Process for auditor appointments and performance review (F.3.5)	Paper presented to March 2008 Governors Council on Appointment of Auditors. Governors to be included on selection panel. Process included in Standing Financial Instruction 2.6.1
Revised/new strategies: Communications, PPI, Consultation (G.1.1)	Communications Strategy approved October 2007 Consultation Policy approved January 2008 Governors/members to be included in revised PPI Strategy currently being prepared by the Head of Risk Management and Governance due June 2008

- 1.2 A review of the Trust's Constitution has taken place and revisions were presented to the April 2008 Board of Directors prior to consideration by the Governors Council in May 2008 as specified in the current Constitution.

2. Recommendation

The Governors Council is asked to note the Trust's compliance with Monitor's Code of Governance with the exception of provision C.2.1 in relation to Executive Directors' contracts, already agreed at the meeting in public on 27th July 2007.