

Council of Governors' Standards Committee

Terms of Reference

The committee will be a sub-committee of the Council of Governors.

1. Duties and responsibilities

- 1.1 To review the effectiveness and content of the Governors' Code of Conduct and make recommendations for any required changes to the Council of Governors.
- 1.2 To examine any general and specific concerns about standards of conduct of elected governors or stakeholder governors.
- 1.3 To enforce the Council of Governors' Code of Conduct through:
 - Receiving and reviewing complaints and grievances against individual or groups of governors
 - Considering any allegations of failure by a governor to comply with the Trust's Constitution, NHS England guidance or guidance issued by any other regulatory authority
 - Assessing allegations that governors have breached the Governors' Code of Conduct.

Where necessary, conduct hearings will be convened and recommendations made, following the process set out in Appendix A.

2. Authority

- 2.1 The committee is authorised by the Council of Governors to act within its terms of reference. All members of staff are requested to co-operate with any request made by the committee.
- 2.2 The committee is authorised by the Council of Governors, subject to funding approval by the Board of Directors, to request professional advice and request the attendance of individuals and authorities from within the Trust with relevant experience and expertise if it considers this necessary for or expedient to the exercise of its functions.

3. Membership

- 3.1 Membership of the committee will comprise:

Chair of Council of Governors (or Trust Deputy Chair)

Four governors:

- The Lead Governor
- One Public Governor
- One Staff Governor
- One Stakeholder Governor

Each Governor member will have a deputy governor representative to attend if the governor is conflicted.

The Lead Governor's deputy will be any governor deputy that has been appointed to the panel.

Deputies will be asked to attend at the invitation of the Chair to maintain a quorum and to maintain consistency when dealing with specific issues.

3.2 The committee will be chaired by the Chair of the Council of Governors.

3.3 A quorum will be the entire membership of the committee.

4. Attendance at meetings

Attendance by other Board members including the Senior Independent Director, and Deputy Chair, and the Trust Secretary, will be at the invitation of the committee Chair.

Attendance can be virtually where necessary.

The Committee and Membership Secretary shall act as secretary to the committee.

5. Frequency of meetings

Meetings will be convened as required, however, the committee will meet at least once every three years to review the Council of Governors' Code of Conduct.

6. Reporting and accountability

The committee will report to the Council of Governors on its activities through the Chair and as required on individual cases with recommendations as necessary.

Procedures for Conduct Hearings

1. Process on receipt of complaint/allegation

- a. A complaint/allegation is received by the Trust Secretary; the Chair is notified and if appropriate calls a meeting of the Standards Committee.
- b. The Standards Committee meets to consider if the complaint/allegation is a potential breach of the Code of Conduct.
- c. If the complaint/allegation is a potential breach, the committee asks the Trust Secretary to consider if it falls within the Terms of Reference of the Standards Committee.
- d. The governor(s) in question is/are informed that there has been a complaint/allegation against them and the nature of that complaint/allegation.
- e. All evidence relating to the complaint/allegation (including an initial statement from the governor(s) in question) is collated and provided to members of the committee by the Trust Secretary.
- f. The committee meets to consider the nature of the complaint/allegation and the supporting evidence and decides whether or not the potential breach needs to be considered further under these procedures.
- g. If the potential breach is to be considered further the Committee decides whether to proceed through a formal or informal route.
- h. The governor(s) in question is/are informed of the outcome by the Trust Secretary along with confirmation of which route will be taken to resolve the issue.
- i. At any stage of these procedures, the committee would also decide on the need for the governor(s) to be suspended, with the support of the relevant workforce adviser.

2. Informal route

- a. The committee determines the desired outcome in order to successfully resolve the issue informally.
- b. The committee seeks to achieve the outcome in discussion with the governor(s) in question.
- c. The committee reports the outcome and success or, if unsuccessful, reports the attempt to resolve the issue informally to the Council of Governors.
- d. If the desired outcome is not achieved, the committee initiates the formal route.

3. Formal route

- a. The committee agrees the charge.
- b. The Trust Secretary confirms the charge in writing and offers the governor(s) the opportunity to respond in writing within 10 working days of date of letter.

- c. When the deadline for the written response expires, the committee meets to review the available evidence and decides whether it wishes to meet with the governor(s).
- d. If the committee does not wish to meet with the governor(s) in question it should then decide the outcome and, if necessary, propose an appropriate sanction.
- e. If the committee does wish to meet with the governor(s) in question, the meeting is adjourned and a meeting with the governor(s) is arranged. Following the meeting between the committee and the governor(s) in question, the committee should then decide the outcome and if necessary, propose an appropriate sanction.
- f. The committee will then propose the sanction to a quorate meeting of the Council of Governors who will vote on the sanction.
- g. The Trust Secretary then informs the governor(s) of the outcome immediately by telephone if possible and in writing within the next two working days, including advice of the right to appeal.

4. Appeals process

- a. All governors will be offered the right to appeal which must be lodged within 10 working days of the formal notification of the sanction.
- b. If an appeal is received, an independent assessor agreeable to both parties will be requested to consider the evidence and conclude whether the sanction was reasonable.
- c. The independent assessor informs the Council of Governors and the governor(s) in question of their findings and there is no further right of appeal.
- d. A suspended governor(s) would remain suspended during the period of appeal.