

# **Burton Hospitals NHS Foundation Trust**

## **Council of Governors**

### **RULES OF PROCEDURE**

#### **CODE OF CONDUCT FOR THE COUNCIL OF GOVERNORS**

##### **1. Introduction**

This code outlines appropriate conduct for Governors and addresses both the requirements of office and personal behaviour and seeks to expand on and complement the Constitution.

As a member representative dealing with difficult and confidential issues, Governors are required to act with discretion and care in the performance of their role. Governors are required to maintain confidentiality at all times with regard to information gained via their involvement in the hospital.

Members seeking election to the Council of Governors will be required to sign a declaration to confirm that they will comply with the Code in all respects and that, in particular, they support the Trusts Purpose and Vision and key objectives.

##### **2. Qualifications for office**

Governors must continue to comply with the qualifications required to hold elected office throughout their period of tenure. The Trust Secretary should be advised of any changes in circumstance which disqualify the Governor from continuing in office. The circumstances under which a Governor may not become or continue as a member of the Council of Governors are set out in the Constitution (paragraph 13 and Annex 5).

One of the key objectives of the Governing body is to promote social inclusion throughout its work. As such, the development and delivery of initiatives should not prejudice any part of the community on the grounds of age, race, disability, marital status, sexual orientation or religious belief.

The Council of Governors aims to ensure that no partner organisation, member or associate member, associated with its work receives less favourable treatment on the grounds of age, race, colour, disability, marital status, sexual orientation or religious belief.

All Governors will be expected to understand, agree and promote the Trust's equal opportunities policy in every area of their work

### 3. **Role and functions of the Council of Governors**

The role and responsibilities of Governors are outlined in the constitution and summarised in a separate document “Role and Responsibility of Governors “(attached).

Additionally Governors should:

- adhere to the Trusts Rules and Policies and support its objectives, in particular those of retaining Foundation status and developing a successful Trust.
- act in the best interests of the Trust at all times
- contribute to the workings of the Council of Governors and assist it to fulfill its role and functions as defined in the Constitution and supporting Rules of Procedure, Policies and Guidelines.
- recognise that their role is a collective one whereby they exercise collective decision making in the meeting room which is recorded in the minutes. Outside the meeting room a governor has no more rights and privileges than any other member.
- note that the functions allotted to the Council of Governors are not of a managerial nature

### 4. **Confidentiality**

All Governors are, at all times, required to respect the confidentiality of the information they are made privy to as a result of their membership of the Council of Governors and will be required to sign a formal declaration in support of this.

### 5. **Conflict of interests**

Governors should act with the utmost integrity and objectivity and in the best interests of the Trust in performing their duties. They should not use their position for personal advantage or seek to gain preferential treatment. They should declare any conflicts of interest which may arise and should not vote on any such matters. If in any doubt they should seek advice from the Trust Secretary. It is important that conflicts of interest are addressed and are seen to be actioned in the interests of the Trust and all individuals concerned.

There will be a Register of Interests in which Governors must enter any pecuniary and non-pecuniary interests that might create a conflict of interest. Failure to do so could result in expulsion from the Council of Governors.

## 6. **Council of Governors meetings**

Governors have a responsibility to attend meetings of the Council of Governors. When this is not possible they should submit an apology to the Trust Secretary in advance of the meeting. Absence from the Council of Governors meetings without good reason established to the satisfaction of the Council of Governors is grounds for disqualification. Absence from three consecutive meetings will result in the member being deemed to have resigned their position unless the grounds for absence are deemed to be satisfactory by the Council of Governors.

Governors are expected to attend for the duration of the meeting.

## 7. **Personal conduct**

Governors are required to adhere to the highest standards of conduct in the performance of their duties. In respect of their interaction with others, they are required to:

- Adhere to good practice in respect of the conduct of meetings and respect the views of their fellow elected and appointed members.
- Be mindful of conduct which could be deemed to be unfair or discriminatory.
- Treat the Trust's executives, other employees and fellow members with respect and in accordance with the Trust's policies.
- Recognise that the Council of Governors and management have a common purpose, i.e. the success of the Trust and adopt a team approach.
- Conduct themselves in such a manner as to reflect positively on the Trust. When attending external meetings or any other events at which they are present, it is important for governors to be ambassadors for the Trust.

## 7. **Accountability**

Governors are accountable to the membership and should demonstrate this by attending members' meetings and other key events which provide opportunities to interface with their electorate in order to best understand and represent their views.

## 8 **Training and Development**

Training and development is essential for governors, in respect of the effective performance of their current role. Governors are expected to take advantage as far as is practicably possible of the training opportunities afforded by the Trust.

9. **Visits to Trust Premises**

Where the governors wish to visit the premises of the Trust in a formal capacity as opposed to individuals in a personal capacity, the Council of Governors should liaise with the Trust Secretary to make the necessary arrangements.

10. **Non-compliance with the Code of Conduct**

A Governor may be removed from the Council of Governors if they have committed a serious breach of the Code of Conduct.

In order to aid participation of all parties, it is imperative that all members observe the points of view of others and conduct likely to give offence will not be permitted. The Chair will reserve the right to ask any member of the Council of Governors who, (in his/her opinion), fails to observe the code to leave the meeting.

**This Code of Conduct does not limit or invalidate the right of the Governor or the Trust to act under the Constitution.**

**BURTON HOSPITALS NHS FOUNDATION TRUST**

**Council of Governors – Code of Conduct Declaration:**

I, ..... (Print Name) agree to abide by the Code of Conduct of Burton Hospitals NHS Foundation Trust.

Signature:

Date: