



# Election to the Council of Governors

## Information for Prospective Governors

### Summer 2023



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## 1 Harrogate and District NHS Foundation Trust

### 1.1 Welcome

Thank you for expressing interest in the forthcoming elections and the role of a Governor at Harrogate and District NHS Foundation Trust. For convenience 'HDFT' or 'the Trust' will be used when referring to the organisation throughout this document.

If you have any questions regarding this document, please contact our Corporate Affairs Office by email at: [hdft.nhsfoundationtrust@nhs.net](mailto:hdft.nhsfoundationtrust@nhs.net), or phone the Corporate Executive Assistant Team on 01423 554423.

### 1.2 About Us

Harrogate and District NHS Foundation Trust ("the Trust") was founded under the Health and Social Care (Community Health and Standards) Act 2003 and authorised as an NHS Foundation Trust from 1 January 2005. The Trust is the principal provider of hospital services to the population of Harrogate and surrounding district, and also provides services to north and west Leeds - representing a catchment population for the acute hospital of approximately 316,000. In addition, the Trust provides some community services across North Yorkshire (with a community services population of 620,000) and provides Children's Services between birth and up to 19 years of age in North Yorkshire, County Durham, Darlington, Middlesbrough, Stockton-on-Tees, Sunderland, Gateshead and Wakefield, looking after more than 500,000 children.

The full range of services provided by HDFT can be found on our website at [www.hdft.nhs.uk](http://www.hdft.nhs.uk) and in more detail in the Annual Report and Accounts (<https://www.hdft.nhs.uk/about/trust/statutory-info/>)

#### At **teamHDFT** we value:

##### **kindness**

We show **compassion**, and are **understanding** and **appreciative** of other people

##### **integrity**

We display personal and professional **integrity**, are **honest** and bring a **positive** attitude

##### **teamwork**

We are **helpful** to each other, **listen** intently and **communicate** clearly

##### **equality**

We show **respect**, we are **inclusive** and we act **fairly**

### 1.3 Our Strategy

The aim of our Strategy is to establish shared understanding and clarity for our workforce, Board of Directors and partners about the Trust's (HDFT) purpose, ambitions and priorities.

Our Strategy provides a framework to align our endeavours and mobilise our resources and workforce. It is for everyone in the Trust, in every role and every function. It will drive what we do as a Trust, as Directorates, Services and individually.

The Trust does not operate in isolation. We are part of a large and complex health and care system and we will only be successful if we work in collaboration and partnership.

Our strategy must align with and support delivery of the national and system strategies, and complement those of our partners.

The Trust exists to serve two groups: the patients who we care for in our hospitals and community services in Harrogate and District, and wider North Yorkshire; and the children and young people who we support through our Children's Public Health Services across large parts of the North East and Yorkshire.

Our Strategy makes it clear that our patients and children always come first





## 1.4 What are Foundation Trusts?

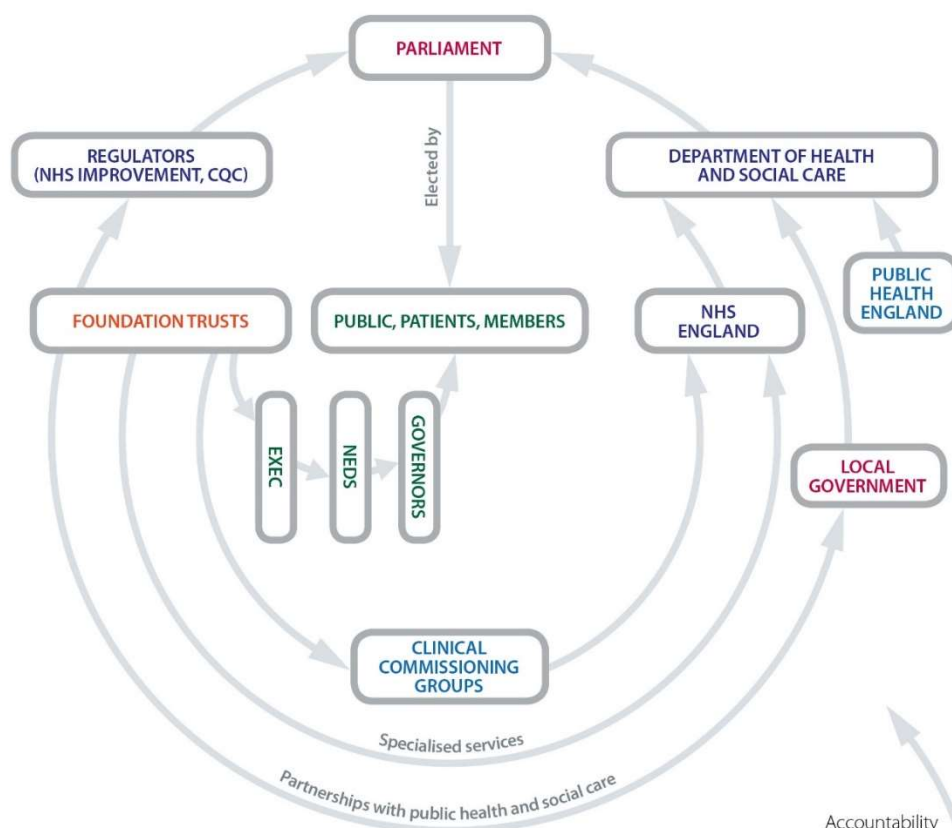
First established in 2004, Foundation Trusts are NHS organisations that are licensed as independent public benefit corporations. They are still accountable to Parliament but they are responsible for their own management and as such each have a Board of Directors that is responsible for the delivery of high quality NHS care, financial efficiency, forward planning and innovation.

NHS England is responsible for overseeing NHS Foundation Trusts, NHS Trusts and independent providers, helping them give patients consistently safe, high quality, compassionate care within local health systems that are financially sustainable.

The Care Quality Commission (CQC) regulates all health and social care services in England. The Commission ensures the quality and safety of care in hospitals, ambulances, care homes, dentists and the care given in people's own homes.

One of the key features of Foundation Trust status is the ability to work with an active and representative membership; drawn from the population it serves, from its staff and some of the organisations with whom it works. Though there is no cost involved in being a member, when considering the Foundation Trust structure it is convenient to think of members as shareholders; people who have a keen interest in the performance of the organisation and who exercise their democratic right of choosing representatives by way of elections – those representatives are Governors.

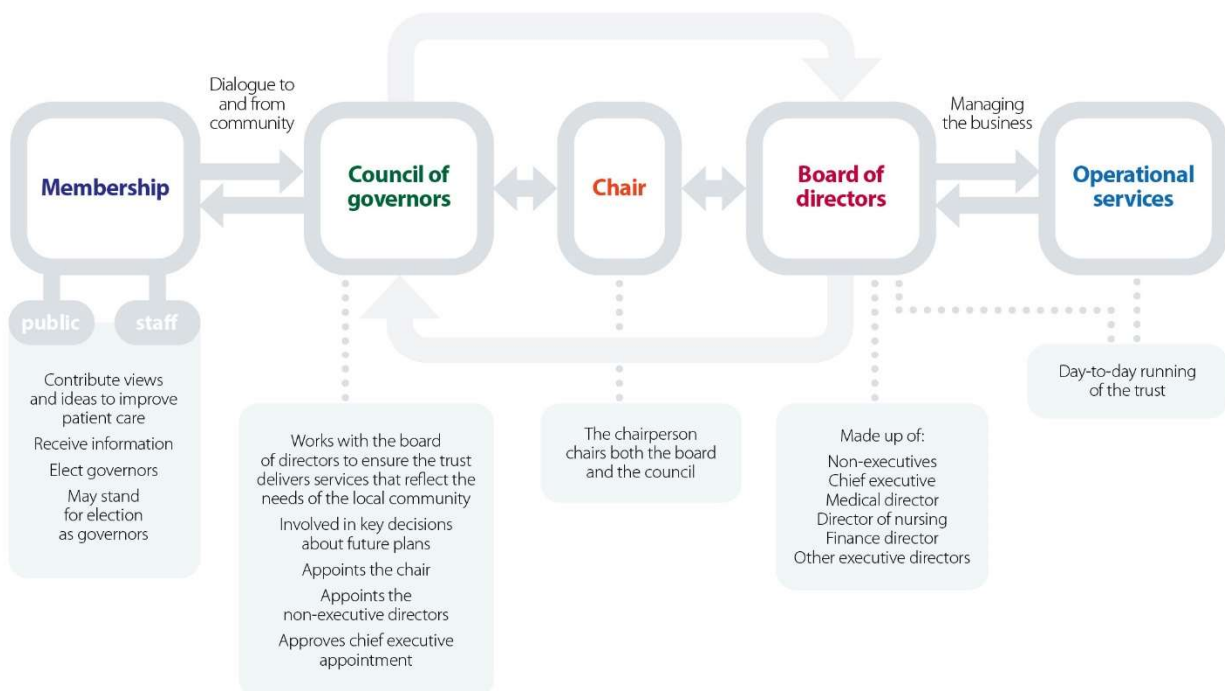
### 1.4.1 The Structure of the NHS: NHS Providers (2020)



### 1.4.2 Organisational Structure: NHS Providers (2020)

The basic governance structure of all NHS Foundation Trusts includes:

- Membership
- Council of Governors
- Board of Directors



## 1.5 Membership

There are two types of membership which are open for elections:

- Public Membership
- Staff Membership

Public membership, by constituency, applies to residents aged 16 or over, across the whole of England. As the Trust is providing services further afield, and patients have the right to choose where to receive treatment, we hope to encourage a membership which reflects the wider population. Public Constituencies are:

- Harrogate and surrounding villages
- Ripon and west district
- Knaresborough and east district

- The electoral wards of Wetherby and Harewood including Otley and Yeadon, Adel and Wharfedale and Alwoodley wards
- Rest of North Yorkshire and York
- Rest of England (constituency due to be split in 2023 to North and South)

Staff members are employees of Harrogate and District NHS Foundation Trust who hold a permanent contract of employment or who have a fixed term contract of at least 12 months. The staff membership constituency is broken down into six classes with one governor from each:

- Medical Practitioners
- Nursing, Midwifery and Allied Health Professionals (AHPs)
- 0-19 Services (staff class to be added during 2023)
- Community Services (staff class to be added during 2023)
- Other Clinical
- Non-Clinical

## 2 Governors

### 2.1 The Council of Governors

The Council of Governors consists of 13 elected Public Governors (to change to 14 during 2023), six elected Staff Governors and six Stakeholder Governors nominated by partner organisations; a total of 26. The Chair of the Trust is also the Chair of the Council of Governors.



Sarah Armstrong, Chair

The current structure of the Council of Governors is as follows:



Clare Illingworth Nominated Stakeholder Governor (Harrogate Integrated Facilities) and Lead Governor

#### **Elected: Harrogate and surrounding villages (five Governors)**



Martin Dennys



Tony Doveston



William Fish



Kathy Gargan



Richard Sweeney



**Elected: Ripon and West District (two Governors)**



Sue Eddleston

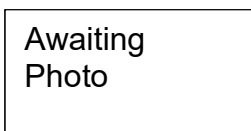


Donald Coverdale

**Elected: Knaresborough and East District (two Governors)**



Richard Owen-Hughes



Jackie Lincoln

**Elected: Electoral Wards of Wetherby and Harewood, Alwoodley, Adel & Wharfedale and Otley & Yeadon Wards (two Governors)**



Steve Treece  
Interim Deputy Lead Governor



Mike Dunn  
Interim Deputy Lead Governor

**Elected: The Rest of North Yorkshire and York (one Governor)**



Ian Barlow

**Elected: The Rest of England (one Governor – during 2023, constituency to split into two with one Governor representing each North and South)**

Vacant seat(s)

**Elected: Staff (six Governors)**

**Nursing, Midwifery and Allied Health Professionals (AHPs)**



Kathy McClune

**Non Clinical**

Awaiting Photo

Stuart Wilson

**Medical Practitioners**

Vacant seat

**Other Clinical**

Vacant Seat

**0-19 Services (additional staff class to be introduced during 2023)**

Vacant seat

**Community Services (additional staff class to be introduced during 2023)**

Vacant seat

**Stakeholder Governors are nominated by our Partner organisations, including:**

- Further Education
- Local Authority (two Governors)
- Voluntary Sector
- Patient Experience
- Harrogate Healthcare Facilities Management Ltd (t/a Harrogate Integrated Facilities).

## **2.2 Role and Responsibilities of the Council of Governors**

The Council of Governors represent the interests of the Foundation Trust members and the general public; they have an important role in acting as the eyes and ears of the membership with regard to the quality of the services the Trust provides.

The Council of Governors does not undertake the operational management of the Trust; rather they provide a vital link to the wider community and hold the Non-executive Directors to account for the performance of the Board of Directors. The role of a Governor is to gain assurance – not to manage, supervise or do the job of the Non-executive Director or Executive Director. It is the Non-executive Directors' role to scrutinise, and the Governors' role to ensure that the Non-executive Directors are doing this.

Governors are responsible for regularly feeding back information about the Trust, its vision and its performance to the constituencies and stakeholder organisations that either elected or nominated them.

In summary, successful Governorship is essential to a successful Foundation Trust.

The statutory responsibilities of the Council of Governors (including additional duties and powers set in the Health and Social Care Act 2012) are to:

- Appoint or remove the Chair and Non-executive Directors.
- Approve the appointment (by the Non-executive Directors) of the Chief Executive.
- Appoint or remove the Trust's External Auditor.
- Set the remuneration and allowances, and the other terms and conditions of office of the Chair and Non-executive Directors.
- Receive the Annual Accounts, Auditor's Report and Annual Report.
- Bring their perspective in determining the strategic direction of the NHS Foundation Trust.
- Convene the Annual Members' Meeting.
- A duty for the Council of Governors to hold Non-executive Directors individually and collectively to account for the performance of the Board of Directors.
- A duty to represent the interests of the Members of the Trust as a whole and the interests of the public.
- A duty to approve any merger, acquisition, separation or dissolution and the entering into of any significant transactions.
- A duty to approve any proposed increases in private patient income of 5% or more in any financial year.
- A duty to approve any amendments to the Trust's Constitution.

## 2.3 Eligibility to be a Governor

Any member of the Trust aged 16 and over can apply to be a Governor when a vacancy arises in the appropriate constituency, either public or staff.

For **Public Governors**, the relevant fact is where you live; you can be elected to a vacancy in your area (*section 1.4 refers*). For **Staff Governors**, the relevant fact is your primary role; you can be elected to a vacancy in your class (*section 1.4 refers*).

The constitution contains details of some reasons why a person is not eligible to be a Governor, and if already holding such office will immediately cease to do so if:

- They have been responsible for, been privy to, contributed to or facilitated any serious misconduct or mismanagement (whether unlawful or not) in the course of carrying out regulated activity or providing a service elsewhere which, if provided in England would be a regulated activity.
- They are a Director of the NHS Foundation Trust or a Governor of another NHS Foundation Trust.
- They are a public member who shares the same household as a member of the Board of Directors of the NHS Foundation Trust.
- They have been adjudged bankrupt or their estate has been sequestrated and in either case they have not been discharged.
- They have made a composition or arrangement with, or granted a trust deed for, their creditors and have not been discharged in respect of it.
- They have within the preceding five years been convicted in the British Islands of any offence, and a sentence of imprisonment (whether suspended or not) for a period of three months or more (without the option of a fine) was imposed on them.
- They have within the preceding two years been dismissed, otherwise than by reason of redundancy or ill health, from any paid employment with a health service body.
- They are a person whose tenure of office as the Chair or as a member or Director of a health service body has been terminated on the grounds that their appointment is not in the interests of the health service, for non-attendance at meetings, or for non-disclosure of a pecuniary interest.
- They have had their name removed, by a direction under section 46 of the 1977 Act from any list prepared under Part II of that Act, and has not subsequently had their name included in such a list.
- They are suffering from a mental disorder and either are admitted to hospital in pursuance of an application for admission for treatment under the Mental Health Act 1983 or an order is made by a court having jurisdiction in matters concerning mental disorder for the detention or for the appointment of a receiver, and therefore incapable by reason of mental disorder, illness or injury of carrying out the duties of a Governor.
- They are a vexatious complainant of the NHS Foundation Trust, as defined by the Trust policy.



- They are a vexatious litigant of the NHS Foundation Trust as defined by the Trust policy.
- They are a family relation or occupant of the same household of a person who is an existing Governor of the NHS Foundation Trust.
- Any amount properly owing to the NHS Foundation Trust by them remains outstanding without good cause.

## **2.4 Termination of Office and Removal of Governors**

A person holding office as a Governor shall immediately cease to do so if:

- They resign by notice in writing to the Chair.
- They fail to attend half of the meetings in any financial year, unless the other Governors are satisfied that: the absences were due to reasonable causes.
- They will start attending meetings of the NHS Foundation Trust again within such a period as they consider reasonable.
- In the case of an elected Governor, they cease to be a member of the constituency by whom they were elected. However the Chair in consultation with the Council of Governors may request that the Governor serves out their term of office.
- In the case of an appointed/stakeholder Governor the appointing organisation terminates their appointment.
- Without good reason they have failed to undertake any training which the Council of Governors requires all Governors to undertake.
- They have failed to sign and deliver to the Corporate Affairs Office a statement in the form required by the Council of Governors confirming acceptance of the Code of Conduct for Governors.
- They refuse to sign a declaration in the form specified by the Council of Governors that they are a member of one of the public constituencies or one of the classes of staff constituency as the case may be and are not prevented from being a member of the Council of Governors.
- Governors from either elected staff or representatives from nominated partner organisations who are subject to on-going formal disciplinary action in respect of their employment or engagement by the NHS Foundation Trust will be suspended from Governor status, pending the outcome of the disciplinary action.
- They are included in the children's barred list or the adults' barred list maintained under section 2 of the Safeguarding Vulnerable Groups Act 2006, or in any

corresponding list maintained under an equivalent enactment in force in Scotland or Northern Ireland;

- They are removed from the Council of Governors by a resolution approved by two-thirds majority of the remaining Governors on the grounds that:
  - They have committed a serious breach of the Code of Conduct.
  - They have acted in a manner detrimental to the interests of the NHS Foundation Trust.
- The Council of Governors considers that it is not in the best interests of the NHS Foundation Trust for them to continue as a Governor.

## 2.5 Skills, Experience and Time Commitment

Each Governor should bring with them a range of personal attributes which will collectively enable the Council of Governors to work effectively.

### Key attributes include:

- A high level of interest in healthcare issues and a commitment to NHS principles (a background in the NHS is **NOT** essential).
- Good interpersonal and communication skills.
- Sound, independent judgement, common sense and diplomacy.
- An interest in understanding and reflecting the interests and views of members and the public.

### Governors must be able to:

- Communicate on behalf of the membership.
- Devote sufficient time and commitment to fulfil the role.
- Attend four public Council of Governors' meetings per year, up to four meetings with Non-executive Directors per year, up to 8 Governor Briefings per year, and the Annual Members' Meeting.
- Be prepared to attend other meetings arranged by the Trust in order to fulfil the statutory duties required as a Governor, events and sub-committees based on your areas of interest.
- Keep up to date with strategic issues regarding the Trust.
- Read the materials provided to keep Governors up to date with health service policy and Trust business.

As you consider whether you would like to become a Governor, you should take into account the amount of time and the commitment required for the role. The majority of meetings take place on weekdays, either during the day or in the evening. It is possible that one public meeting per year may take place on a weekend during the day.

In order that Governors develop an understanding of the workings of the Trust and the impact of ongoing changes in the NHS, there will be four public Council of Governors'

meetings per year, four meetings per year with Non-executive Directors, up to eight Governor Briefings per year, and the Annual Members' Meeting. Whilst these meetings are the core commitment, Governors are asked to be prepared to attend other meetings, events and sub-committees, based on their areas of expertise and interest, and there is a substantial amount of reading that is integral to efficient Governorship.

There will be other events at which Governors are required to assist the members of the Corporate Affairs team and network with members.

Governors shall normally hold office for a period of three years (one term) and may serve, on re-election, up to a maximum of nine years (three terms).

## **2.6 Governors' Communication with Members**

Members are not given Governors' personal contact details. The Corporate Affairs Office acts as a conduit for communication between members and Governors. Methods of communication with members include:

- Special Events – members are invited to attend lectures given by staff on specialist subjects and hosted by Governors. There are opportunities for members to network with Governors at these events.
- Governor meets Member Sessions – Sessions can be arranged for members to meet with Governors, alternatively Governors can attend a meeting of a group to discuss Governorship and other issues.
- Email communications, for example newsletters and informative letters and briefings.
- Public Council of Governors Meetings – members are encouraged to attend the quarterly Council of Governors Meetings and have the opportunity to ask questions by submitting them to the Chair prior to the meeting.
- The Annual Members' Meeting attracts large numbers of members with the opportunity to meet Governors as well as engage with staff.

Governors are not expected to deal with complaints or issues from members of the public. A Governor should always ask the person to contact the Patient Experience Team which deals with all compliments, comments, concerns or complaints.

## 2.7 Support for Governors

It is recognised that all Governors, both elected and nominated, need the time and opportunity to develop skills in their role and to develop good working relationships with fellow Governors, the Chair, colleagues in the Corporate Affairs Team and Trust colleagues. All Governors are therefore actively encouraged to attend an induction programme and ongoing training and development in order to maximise learning opportunities. This incorporates a number of elements:

- **Governor Resource File** – a role description, Code of Conduct and Standing Orders for Governors. This also includes the Constitution, Annual Report and Accounts, Annual Plan and Membership Development Strategy as well as further information on the Trust, its services, policies and procedures.
- **Formal Induction Session** – Governors will be invited to attend an induction session to include introductions with the Chair, Lead Governor, Chief Executive, Executive Directors, Non-executive Directors, and the Corporate Affairs Team. There will also be the opportunity to meet with other departments including the Patient Experience Team.
- **Tours** – a series of tours in a variety of departments around Harrogate Hospital is available. These are usually undertaken in small groups and can also be tailored to the specific interests of individual Governors.
- **Ongoing Training and Development, including External Training** – a series of workshops, events, and training and development opportunities are arranged taking into account the existing skills and training needs identified through an annual assessment of the Council of Governors. A national training programme (GovernWell) provided by NHS Providers is also available for Foundation Trust Governors.

Upon election, every new Governor can be assigned a 'Mentor'; an experienced Governor, and if possible, one who represents the same or similar constituency.

The Trust holds membership with NHS Providers and is involved with the activities of the Regional Governors Forum so there will also be the opportunity to network with Governors from other Foundation Trusts.

Prospective governors should be aware that:

- You will need access to IT equipment and be able to manage electronic communications, a confidential nhs.net email address will be provided.
- You will need to undertake (or be included in the Update Service) the standard Disclosure and Barring Service (DBS) check.

- Administrative support to the Council of Governors is provided by the Corporate Affairs Office and is available during normal working hours to respond to queries from both Governors and members.

The Trust welcomes nominations from persons of any age (16 years or over), race, colour, religious belief, ethnic or national origin, sexual orientation, gender, disability or marital status and will provide support to anyone in need to carry out their role. This support will be provided by the Corporate Affairs Office.

Each Governor will be given an identification badge and will receive free car parking at the Trust when attending on Governor business. The role of a Governor is voluntary and there is no payment made for the role with the exception of pre-approved and authorised expenses.

## **2.8 The Corporate Affairs Team**

The Corporate Affairs Office is the central point of liaison and contact for Governors and members. The team currently consists of:

- Kate Southgate, Company Secretary
- Sue Grahamslaw, Assistant Company Secretary

Kate Southgate  
Company Secretary  
Email: [k.southgate@nhs.net](mailto:k.southgate@nhs.net)  
Kate works Monday to Friday

Sue Grahamslaw  
Assistant Company Secretary  
Email: [susan.grahamslaw@nhs.net](mailto:susan.grahamslaw@nhs.net)  
Sue works Monday to Friday

Corporate Affairs Office, Harrogate and District NHS Foundation Trust, Trust HQ  
Lancaster Park Road, Harrogate, HG2 7SX



### **3 Election to the Council of Governors – Summer 2023**

#### **3.1 The Election Process**

Elections take place under the election rules included as part of the Trust's Constitution. The Constitution can be found on the Trust website at <https://www.hdft.nhs.uk/about/trust/statutory-info/>.

To stand for election, each candidate (member) must nominate themselves on a single nomination form, which includes writing a statement in support of their nomination. There is also the option of providing a photograph.

The Trust currently works with an external company called Civica Election Services (CES) who administer the elections and act as the Returning Officer.

CES will send out ballot papers (either by post or email) to all members in each constituency where there is a vacant seat and this will include the election statements of each candidate. Members will then vote for their preferred candidate(s) and return their vote by post or electronically to CES.

There may be circumstances when no election is needed, i.e. when there is only one person standing for one vacant seat; this is classed as uncontested.

CES will inform the Trust of the results and the candidates will then be contacted by the Chair, or a member of the Corporate Affairs Team (on the Chair's behalf).

#### **3.2 Vacant seats in the 2023 Summer Election**

##### **Public Governors**

Harrogate and surrounding villages – one seat

Knaresborough and East district – one seat

Wetherby & Harewood including Otley and Yeadon, Adel and Wharfedale and

Alwoodley Wards – one seat

Each vacancy is for a term of three years. Governors shall normally hold office for a period of three years (one term) and may serve, on re-election, up to a maximum of nine years (three terms).

### 3.3 The Election Timetable

The nomination period opens on **Thursday 18 May 2023** and will close at **5pm** on **Monday 5 June 2023**.

A nomination form to stand for election to these positions is available from Thursday 18 May 2023 and can be obtained from the Returning Officer in the following ways:

**Online:** [www.cesvotes.com/HDFT2023](http://www.cesvotes.com/HDFT2023)  
**Telephone:** 0208 889 9203  
**Email:** [ftnominationenquiries@cesvotes.com](mailto:ftnominationenquiries@cesvotes.com)  
**Text:** Text 2FT HD and your name and address to **88802**  
**Post:** Civica Election Services  
The Election Centre  
33 Clarendon Road  
London N8 0NW

All nomination papers should be received by the Returning Officer, at the address detailed above by **5pm** on **Monday 5 June 2023**.

Should any nominee wish to withdraw their nomination, they must put this in writing to the Returning Officer by **5pm** on **Thursday 8 June 2023**.

Ballot papers will be distributed to qualifying members on **Friday 23 June 2023**. Completed ballot papers must be received by the Returning Officer by **5pm** on **Thursday 13 July 2023**.

### 3.4 Find out more

We would highly recommend that if you are interested in standing to be a Governor that you contact the Corporate Affairs Team in the Foundation Trust Office by email at [hdft.membership@nhs.net](mailto:hdft.membership@nhs.net) for further information

Sue Grahamslaw, Assistant Company Secretary, Kate Southgate, Company Secretary, Sarah Armstrong, Chair, Clare Illingworth, Lead Governor, or any of our Governors would be delighted to speak to anyone who is interested in either finding out more about the elections, the Council of Governors, and / or the role of a Governor.

Further information can also be found on our website using the following link:

<https://www.hdft.nhs.uk/about/council-of-governors/governor-elections/>

## **4 Further Information**

### **4.1 Website/Social Media**

You are encouraged to visit the Trust's website at [www.hdft.nhs.uk](http://www.hdft.nhs.uk) to find out more information about the Trust, its staff and the services it provides. Further information about the Membership, Governors and the election process can be found by clicking on 'ABOUT US' at the top of the page.

The information about the Board of Directors can be found using the following link:

<https://www.hdft.nhs.uk/about/meet/>

**Facebook:** <https://www.facebook.com/HarrogateDistrictNHS/>



**@HarrogateNHSFT**

### **4.2 Getting Involved – Member to Governor**

How much time you choose to give to being a member is really up to you. You might just want to be kept up to date with developments and receive information and newsletters. Alternatively, you might be keen to get more involved and attend an event or a public Council of Governors' meeting.

We hope that if you are considering standing to become a Governor that you have already started to find out more about the Trust. You may have looked on our website and read some of our important documents, such as the Annual Report and Accounts. You may have attended a public Council of Governors' meeting, an event, or even a Board of Directors' meeting held in public.

To find out more ways in which you can get involved, contact the Corporate Affairs Office via email at [hdft.membership@nhs.net](mailto:hdft.membership@nhs.net)

#### 4.3 Useful Links

Department of Health website –

<https://www.gov.uk/government/organisations/department-of-health-and-social-care>

NHS England (previously known as NHS Improvement, and Monitor) –

<https://england.nhs.uk/>

Care Quality Commission website – [www.cqc.org.uk](http://www.cqc.org.uk)

NHS Providers – <https://nhsproviders.org/development-offer/governor-support/support-and-guidance/helpful-resources/so-youre-thinking-about-becoming-a-governor>

Civica Election Services – <https://www.civica.com/en-gb/civica-election-services/>