

Eligibility to be on the Council of Governors

This document contains an extract from Sections 17 and 18 of the Trust Constitution and Annex 4 (Part 1) to the Constitution which provide details of circumstances in which individuals may not become or continue as a member of the Council of Governors. Please read this document carefully before completing your nomination.

17 Council of Governors – disqualification and removal

17.1 The following may not become or continue as a member of the Council of Governors:

- (a) a person who has been adjudged bankrupt or whose estate has been sequestrated and (in either case) has not been discharged;
- (b) a person who has made a composition or arrangement with, or granted a trust deed for, his creditors and has not been discharged in respect of it; or
- (c) a person who within the preceding five (5) years has been convicted in the British Islands of any offence if a sentence of imprisonment (whether suspended or not) for a period of not less than three (3) months (without the option of a fine) was imposed on him;

17.2 Governors must be at least 18 years of age at the closing date they are nominated for election or appointment.

17.3 Further provisions as to the circumstances in which an individual may not become or continue as a Governor are set out in paragraph 18 below and paragraph 1 of Part 1 of Annex 4.

18 Termination of office of a Governor

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

- (a) they resign by notice in writing to the Trust Secretary; or
- (b) they die.

18.2 If a Governor fails to attend three (3) consecutive meetings of the Council of Governors his tenure of office may be terminated immediately unless the Council of Governors is satisfied by a two-thirds majority of those Governors present and voting at a meeting of the Council of Governors that:

- (a) the absences were due to reasonable causes; and
- (b) the Governor will be able to start attending meetings of the Council of Governors again within such a period as the other Governors consider reasonable.

18.3 A Governor may be removed from the Council of Governors by a resolution approved by no less than two-thirds of the Governors present and voting at a meeting of the Council of Governors on the grounds that:

- (a) they have committed a serious breach of the Code of Conduct, or
- (b) they have acted in a manner detrimental to the interests of the Trust; or
- (c) the Council of Governors resolves that it is not in the best interests of the Trust for them to continue as a Governor.

18.4 Where there is any disagreement as to whether the proposal for removal or the removal itself is justified, the dispute resolution procedure in paragraph 45 of the constitution will apply.

ANNEX 4 – ADDITIONAL PROVISIONS

Part 1

1. Eligibility to be on the Council of Governors

- 1.1 An individual shall not become or continue to be a Governor of the trust if:
 - 1.1.1 in the case of an Elected Governor, he is not or ceases to be a member of the constituency by which he was elected;
 - 1.1.2 in the case of an Appointed Governor, the sponsoring organisation withdraws their sponsorship of him;
 - 1.1.3 he has within the preceding five (5) years been dismissed, otherwise than by reason of redundancy or ill health, from any paid employment with a Health Service Body or other public service body;
 - 1.1.4 Monitor has exercised its powers to remove that person as a member of the Council of Governors of the Trust or has suspended him from office or has disqualified him from holding office as a Governor of the Trust for a specified period or has exercised any of those powers in relation to the person concerned at any other time whether in relation to the trust or some other NHS foundation trust;
 - 1.1.5 he is a person whose tenure of office as the chairman, or a member, governor or director of a Health Service Body or other public service body has been terminated on the grounds that his appointment is not in the interests of the service;
 - 1.1.6 in the case of an elected governor, he is an executive director, non-executive director, or trust secretary of the trust, or a governor, non-executive director, chairman, or chief officer of another NHS foundation

trust, or a body corporate whose business involves the provisions of healthcare services;

- 1.1.7 he has failed or refused to sign and deliver to the Trust Secretary a statement in the form required by the Trust confirming acceptance of the Code of Conduct;
- 1.1.8 he has had his name removed, other than by reason of withdrawal from any list prepared under Sections 91, 106, 123 or 146 of the 2006 Act, or the equivalent lists maintained by Local Health Boards in Wales under the National Health Service (Wales) Act 2006 and has not subsequently had his name included in such a list;
- 1.1.9 he is incapable by reason of mental disorder, illness or injury of managing and/or administering his property and/or affairs;
- 1.1.10 he has refused without reasonable cause to undertake peer review and/or any training which the Trust and/or the Council of Governors requires all Governors to undertake;
- 1.1.11 he is a member of a local authority Overview and Scrutiny Committee;
- 1.1.12 he is an executive director, a non-executive director, or a governor of another trust;
- 1.1.13 he is the subject of a Sex Offenders Order and/or his name is included in the Sex Offenders Register;
- 1.1.14 he is the spouse, partner, parent or child of a member of the Board of Directors of the Trust;
- 1.1.15 he is under the age of 18 years at the closing date he is nominated for election or appointment;
- 1.1.16 he has within the preceding seven (7) years resigned or been disqualified or removed as an Elected Governor or Appointed Governor of the Trust pursuant to either:
 - (a) paragraph 18.2 of the Constitution (termination of office for failure to attend 3 consecutive Council of Governor meetings);
 - (b) paragraph 1.1.5 of this Annex 4 (tenure as an officer of a public service body has been terminated on grounds that the appointment is not in the interests of the service);
 - (c) paragraph 1.1.7 of this Annex 4 (failure to sign the code of conduct); and/or
 - (d) paragraph 1.1.10 of this Annex 4 (refused to undertake peer review); or

1.1.17 he has within the preceding ten (10) years resigned or been disqualified or removed as an Elected Governor or Appointed Governor of the Trust pursuant to either:

- (a) paragraph 18.3 of the Constitution (termination of office by a vote of the Council of Governors on specified grounds);
- (b) paragraph 1.1.4 of this Annex 4 (removal or suspension or disqualification by Monitor); and/or
- (c) paragraph 1.1.12 of this Annex 4 (name in the sex offenders register).

1.2 Where a person has been elected or appointed to be a Governor and he becomes disqualified from office under paragraph 17 of the Constitution or paragraph 1 above, he shall notify the Trust Secretary in writing of such disqualification and/or removal as soon as practicable and in any event within 14 days of first becoming aware of those matters which render him disqualified or removed.

1.3 If it comes to the notice of the Trust Secretary that the Governor is disqualified otherwise than pursuant to paragraph 1.2 above, the Trust Secretary shall immediately declare that the individual in question is disqualified and give notice to him in writing to that effect as soon as practicable and in any event within 14 days of the date of the said declaration. In the event that a Governor shall dispute that he is disqualified the Governor may refer the matter to the dispute resolution procedure, set out in paragraph 48 of the Constitution, within 28 days of the date upon which notice in writing is given to the Governor.