

Item 9bi

Council of Governors Policy for Raising Serious Concerns that are Critical to the overall Performance & Welfare of the Foundation Trust

Policy

(To be invoked only in exceptional circumstances, when normal channels of communication and resolution of concerns has failed)

| | |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------|
| Authors Name & Title: Lucy Lavan – Director of Corporate Affairs | |
| Scope: Trust Wide | Classification: Non-Clinical |
| Replaces: v1.3 | |
| To be read in conjunction with the following documents: Liverpool Heart and Chest Hospital NHS Foundation Trust's Constitution and NHS provider licence Monitor's The NHS Foundation Trust Code of Governance Standing Orders of the Council of Governors | |
| Document for public display? Yes | |

| | | |
|-------------------------------------------------------------------------------------------------------------------------|------------------------|-------------------------------------------------------|
| Unique Identifier: TT07(09) | | Review Date: 25 th July 2018 |
| Issue Status: Approved | Version No: 1.4 | Issue Date: 14 th September 2017 |
| Authorised By: Board of Directors | | Authorisation Date: 25 th July 2017 |
| After this document is withdrawn from use it must be kept in archive for the lifetime of the Trust, plus 6 years | | |
| Archive: Document Control | | Date added to Archive: |
| Officer responsible for archive: Document Control Co-ordinator | | |

| | |
|------------------------------------------------------|----|
| Has the document undergone Equality Analysis? | No |
| Has Endorsement been completed? | No |

Table o f Contents




- 1. Purpose**
- 2. Scope and Application**
- 3. Raising Serious Concerns**
- 4. Response and outcomes**
- 5. Confidentiality**
- 6. Endorsements**
- 7. Record of Changes**

1. Purpose

This policy has been written in response to provisions A5.6 – A5.9 contained in *THS Foundation Trust Code of Governance* (Monitor, 2014). Its purpose is to describe the methods by which Governors may raise serious concerns about the performance of the Board of Directors or the performance and welfare of the Foundation Trust.

2. Scope and Application

This policy is **not** to be invoked for minor issues or issues that relate to the performance of an individual member of the Board of Directors. A serious concern, in the context of this policy, must be supported by firm evidence and relate directly to:

-  The performance of the Board of Directors;
-  Compliance with the Trust's Constitution and its Provider Licence;
-  Welfare of the Foundation Trust.

3. Raising Serious Concerns

3.1 Any Governor or group of Governors who have a serious concern covered by this policy should present the detail of the serious concern and supporting evidence to the Chair (or Senior Independent Director in circumstances where the serious concern involves the Chair).

3.2 The Chair shall investigate serious concerns brought to him or her in accordance with this policy, and at his or her discretion may involve the Senior Independent Director and /or Chief Executive.

3.3 The investigation shall include a review of the evidence offered. The investigation may also involve requests for and review of further evidence including discussions with Trust officers and others (which may involve external advisors) as appropriate.

3.4 Where necessary, the Trust or the Council of Governors may wish to seek independent governance advice from NHS Providers, or from the Trust's nominated legal advisor. Any such advice should be sought via the Director of Corporate Affairs, or Chair, in discussion with the Senior Governor.

~~3.4 Governors have the right to refer a question to the independent panel for advising Governors. More than 50% of Governors who vote must approve the referral. The Council should ensure dialogue with the Board of Directors takes place before considering such a referral, as it may be possible to resolve questions in this way (see 4 iii)~~

4. Response and outcomes

As soon as practicable, after the conclusion of the investigation, the Chair shall meet with the Governor/s to present and discuss the findings. The meeting will have one of three possible outcomes:

- i). Governor/s are satisfied that their concern was unjustified. In this case, no further action is required.
- ii) Governor/s are satisfied that their concern has either been resolved during the course of the investigation or is addressed by a robust action plan that is being/will be implemented in a timely manner and monitored appropriately.

The Chair shall then present a written report about the concern, the

investigation, its findings and any actions (proposed or taken) in a closed section within the next scheduled meeting of the Council of Governors. The Council of Governors may then agree that:

- a. they are satisfied that the concern has either been resolved during the course of the investigation or is addressed by a robust action plan that is being/will be implemented in a timely manner and monitored appropriately; or
 - b. they may request further information and agree arrangements to review the matter at a future meeting.
- iii) the matter is not resolved to the satisfaction of the Governor/s. The Chair shall call a closed extraordinary meeting of the Council of Members as soon as possible in accordance with the *Standing Orders of the Council of Governors* to present a written report about the concerns, the investigation, its findings and any actions (proposed or taken). The Council of Members will review the Chair's report and decide whether:
 - a. the concerns are unjustified, and that no further action is necessary;
 - b. the concerns have been resolved during the course of the investigation or are addressed by a robust action plan that is being/will be implemented in a timely manner and monitored appropriately. The Council may then agree to take no further action or to keep the matter under review at a future general meeting of the Council of Members.
 - c. further information is required and will make appropriate arrangements to receive and review the information;
 - d. ~~to approve the referral of one or more questions to the independent Panel set up by Monitor as to whether the Trust has failed or is failing to act in accordance with its Constitution or Chapter 5 of the NHS Act 2006, pursuant to paragraph 15 of the Constitution;~~
 - ed. vote to make a formal notification to Monitor NHS Improvement and/or the Care Quality Commission. —The seriousness of such an action cannot be over-emphasised; therefore such a decision should only be made if two thirds of the Governors in total (not just those present at the meeting) vote in favour of it. Only Governors present at the meeting in accordance with the *Standing Orders of the Council of Governors* are able to vote. This is to ensure that the decision is taken on the basis of the arguments expressed in the meeting. Moreover, the names of those voting and the way they cast their votes shall usually be recorded in the minutes unless a paper ballot has been used.

5. Confidentiality

Governors and Directors must respect the confidentiality and sensitivity of the information and issues that are likely to be covered by this policy throughout all stages of its application. Governors and Directors are reminded of the obligations of their Code of Conduct. A serious breach of the Governors' Code of Conduct may lead to a Governor being removed from the Council of Governors.

6. . Endorsed By:-

[illegible]

7. Record of Changes

| Section Number | Version Number | Date of Change | Description of Amendment | Description of Deletion | Description of Addition | Reason |
|----------------|----------------|----------------|--------------------------|-------------------------|-------------------------|--------|
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |