

## Council of Governors

### COVER SHEET

|                             |                                                                            |                       |                |
|-----------------------------|----------------------------------------------------------------------------|-----------------------|----------------|
| <b>Meeting Date</b>         | Thursday, 05 March 2026                                                    | <b>Item Reference</b> | LHCHCoG2526_24 |
| <b>Report Title</b>         | Council of Governors Self-Assessment / Committee Effectiveness Review      |                       |                |
| <b>Author</b>               | Ruth Gaunt, Executive Office Manager & Corporate Governance Lead           |                       |                |
| <b>Responsible Director</b> | Daniel Scheffer, Group Chief Corporate Affairs Officer / Company Secretary |                       |                |

|                          |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
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| <b>Purpose of Report</b> | <p>NHS England's guidance, the <a href="#">Developmental Reviews of Leadership and Governance using the Well-led Framework for Good Governance Reviews for NHS Foundation Trusts</a>, states that all Boards should routinely assess the effectiveness of their governance arrangements.</p> <p>Annual Effectiveness Reviews for 2025/26 have been undertaken for all meetings within the Trust's Governance and Assurance Framework, this includes the Board of Directors, Council of Governors (CoG), Committees, Management Boards and Hospital/Trust Groups.</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| <b>Executive Summary</b> | <p>An Effectiveness Review Survey for 2025/26 was undertaken via surveys based on over 15 examples from within the NHS and referenced templates provided by the Healthcare Financial Management Association (HFMA). It was amended for the purpose of other meetings and took place across all individual meetings with input from all Members defined within the Terms of Reference together with individuals who attend meetings regularly.</p> <p>The Council of Governor self-assessment was circulated on 26<sup>th</sup> January 2026 and 18<sup>th</sup> February 2026. 16 responses were received in total. All responses were anonymous, and the full details can be found in Appendix 1.</p> <p>A summary of themes identified is detailed below:</p> <p><b>Positive Themes</b></p> <ul style="list-style-type: none"> <li>• Effective meeting structure and information flow, with agendas allowing meaningful discussion and Governors receiving sufficient performance information to fulfil their role.</li> <li>• Strong engagement and contribution from Governors, with committees and working groups seen as effective and individuals feeling their input is valued.</li> <li>• Positive assurance on leadership and preparedness, including proactive Lead Governor leadership and sufficient training for most Governors to undertake their role effectively.</li> </ul> <p><b>Areas to Consider for Improvement</b></p> <ul style="list-style-type: none"> <li>• Strengthen Governor influence and assurance over NEDs, including clearer mechanisms for holding Non-Executive Directors</li> </ul> |

|                             |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
|-----------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|                             | <p>to account, improved attendance, and more focused NED engagement outside executive-led updates.</p> <ul style="list-style-type: none"> <li>• Enhance meeting effectiveness and inclusivity, ensuring meetings are not dominated by more vocal members and that all Governors' contributions are actively encouraged and captured.</li> <li>• Increase engagement and connectivity, including more face-to-face interaction, stronger links with members and staff, and clearer routes for Governors to engage directly with key Trust leads and committees.</li> </ul> |
| <b>Key Areas of Concern</b> | There are no areas of concern in relation to the process outlined in the update.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |

|                                                       |                  |          |
|-------------------------------------------------------|------------------|----------|
| <b>Links to Board Assurance Framework</b>             | Risk 4: Well-Led | <b>7</b> |
| <b>Links to Corporate Risk Register (scoring 10+)</b> | N/A              | -        |

|                        |                                                                              |
|------------------------|------------------------------------------------------------------------------|
| <b>Assurance Level</b> | HIGH - Strong system of internal control applied to meet existing objectives |
|------------------------|------------------------------------------------------------------------------|

|                                                    |                                                                                                                                                                                                                             |
|----------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Action Required by the Council of Governors</b> | The Council is asked to note the outcome of the effectiveness review and agree on actions for improvement where identified. The report provides assurance to the Council of the robustness of the process and its outcomes. |
|----------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

#### REPORT DEVELOPMENT:

| <b>Committee or meeting report considered at:</b> | <b>Date</b> | <b>Lead</b> | <b>Outcome</b> |
|---------------------------------------------------|-------------|-------------|----------------|
| N/A                                               |             |             |                |

## MAIN REPORT

### 1. Introduction

NHS England's guidance, the [Developmental Reviews of Leadership and Governance using the Well-led Framework for Good Governance Reviews for NHS Foundation Trusts](#), states that all Boards should routinely assess the effectiveness of their governance arrangements.

Annual Effectiveness Reviews for 2025/26 have been undertaken for all meetings within the Trust's Governance and Assurance Framework, this includes the Board of Directors, Council of Governors, Committees, Management Boards and Hospital/Trust Groups. Each meeting plays an essential role in the governance of the Trust, undertaking work under delegation to help it fulfil its functions.

### 2. Survey Process

The Effectiveness Review survey for 2025/26 was undertaken via surveys based on over 15 examples from within the NHS and referenced templates provided by the Healthcare Financial Management Association (HFMA). It was amended for other meetings and tailored to the Trust's Governance and Assurance Framework. A survey was issued for each meeting with input from all Members defined within the respective meeting Terms of Reference together with individuals who attend meetings regularly.

The Council of Governors self-assessment was circulated on 26<sup>th</sup> January 2026 and 18<sup>th</sup> February 2026. Members and attendees were given three weeks to respond, with 16 responses received in total, equating to a 41% response rate. All responses were anonymous, and the full details can be found in Appendix 1.

### 3. Outcomes

Members were asked to consider the strengths and weaknesses of the Council of Governors and to provide suggestions to support effective facilitation going forward. The themes identified and individual responses are detailed within the report.

#### Focus Themes

- Agendas generally allow adequate time for discussion, supporting meaningful Governor engagement.
- Governors receive sufficient information on Trust performance to carry out their role effectively.
- Committees and working groups are effective, with Governors feeling their contributions are valued.
- Governors have a clear impact in representing staff and member views, supported by proactive leadership from the Lead Governor.

#### Assurance Themes

- Holding Non-Executive Directors to account during a period of significant organisational change
- Limited Governor influence due to imposed senior appointments and reduced local autonomy
- Raising concerns about the LHCH–RLUH merger and its impact on care quality
- Strong staff governor input on workforce morale and patient impact
- Collective working to protect staff and patient interests

### Engagement Themes

- High value placed on regular staff governor–Chair catch-ups for escalation, feedback and relationship-building
- Governors providing strong staff and patient representation
- Engagement through external events, engagement visits and group discussions
- Frustration that external bodies have constrained the Council's influence, particularly in appointments and decisions
- Concern that meetings can be dominated by more vocal members, limiting wider contribution

### Effectiveness Themes

- Council of Governors generally able to function despite change, though overall impact perceived by some as limited due to external control
- Governors identifying individual impact through committee roles, engagement activity and challenge
- Difficulty holding NEDs to account due to turnover, attendance issues and blurred executive focus

### Leadership Themes

- Positive assurance regarding proactive and visible leadership from the Lead Governor
- General confidence in the Lead Governor role, alongside some confusion about perceived authority
- Concerns that the current leadership model can limit communication and influence

### Other Involvement and Additional Comments

#### **4. Areas to take forward**

Ensure that a comprehensive induction package is in place for all newly elected / appointed Governors, including the handbook, expectations, volunteer induction and any forms or information required within the first two months in the role.

Explore further opportunities for Governors to engage with NEDs.

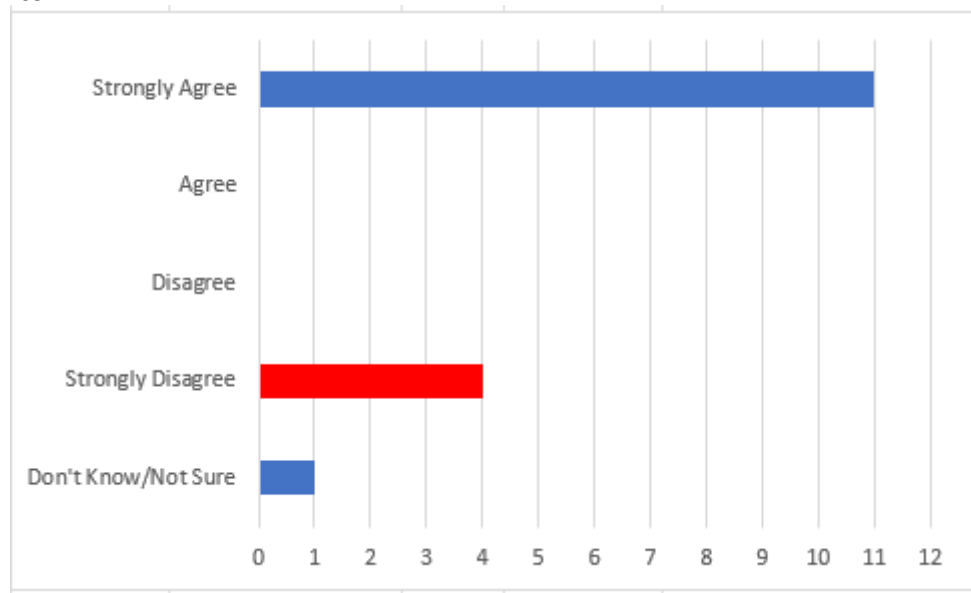
#### **5. Recommendation**

The Council is asked to note the outcome of the effectiveness review and agree on actions for improvement where identified. The report provides assurance to the Council of the robustness of the process and its outcomes.

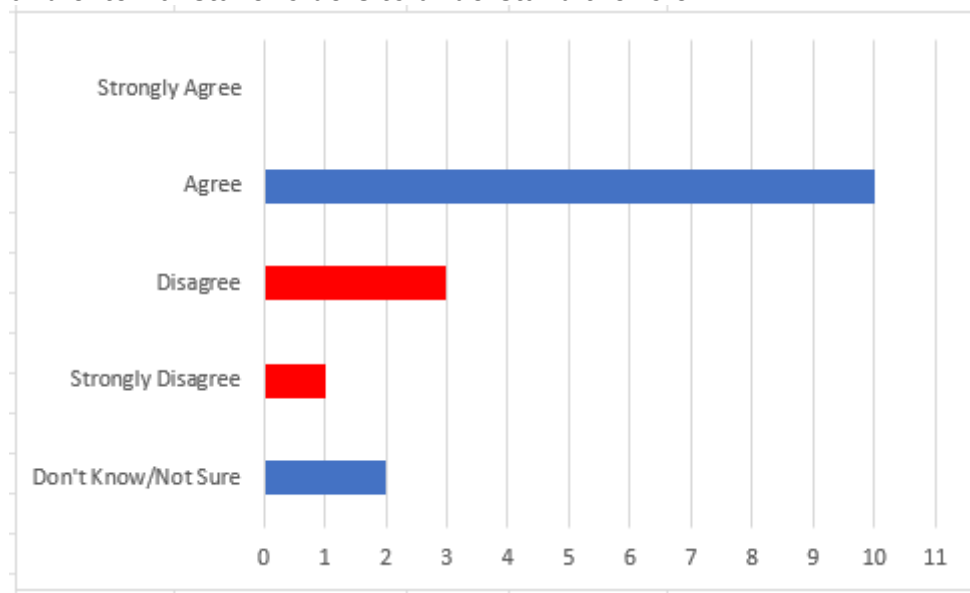
## Appendix 1

### Council Focus

**Council meeting agendas allow adequate time for discussion of each item**

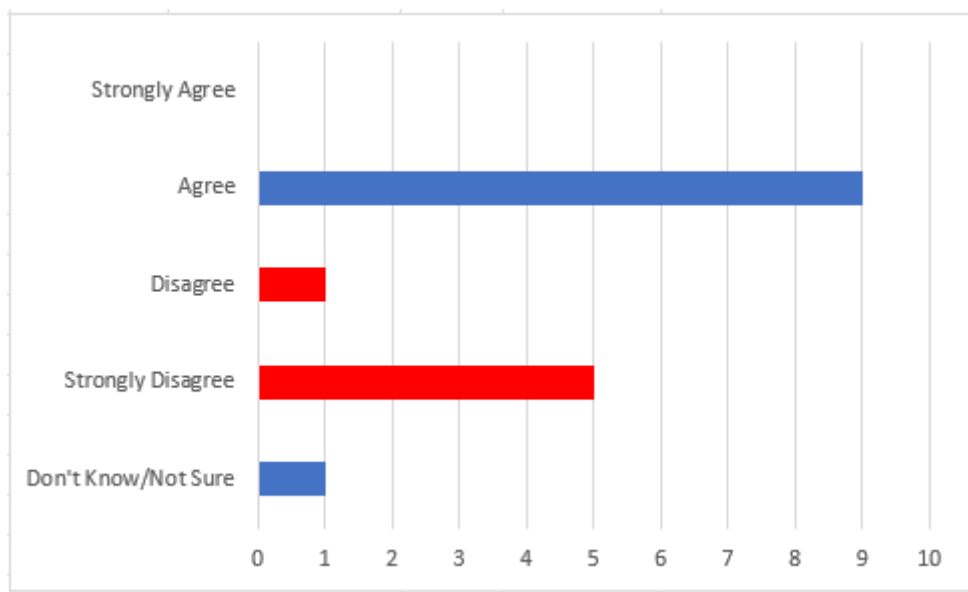


**I am satisfied that the profile of the Governors is sufficient for internal and external stakeholders to understand the role**

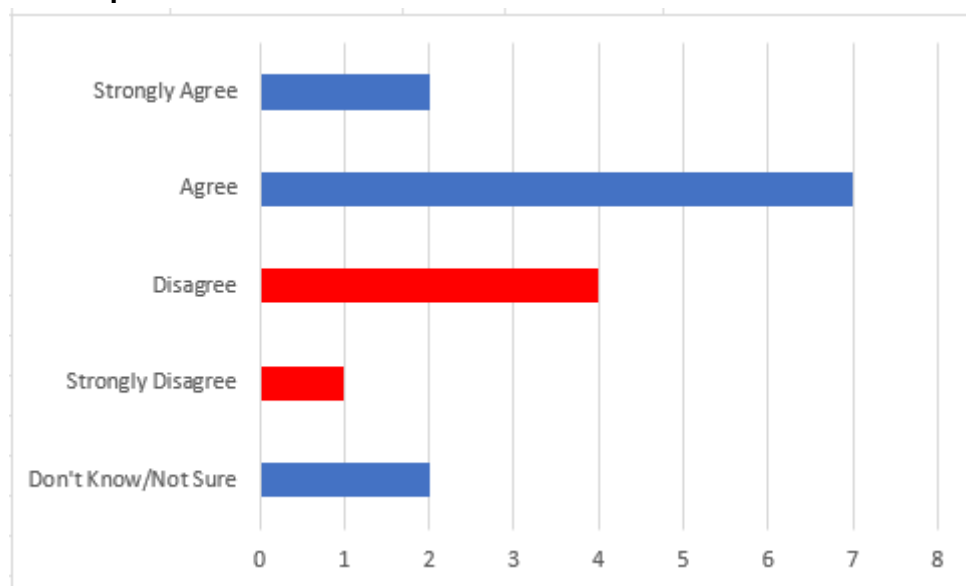


## Assurance Themes

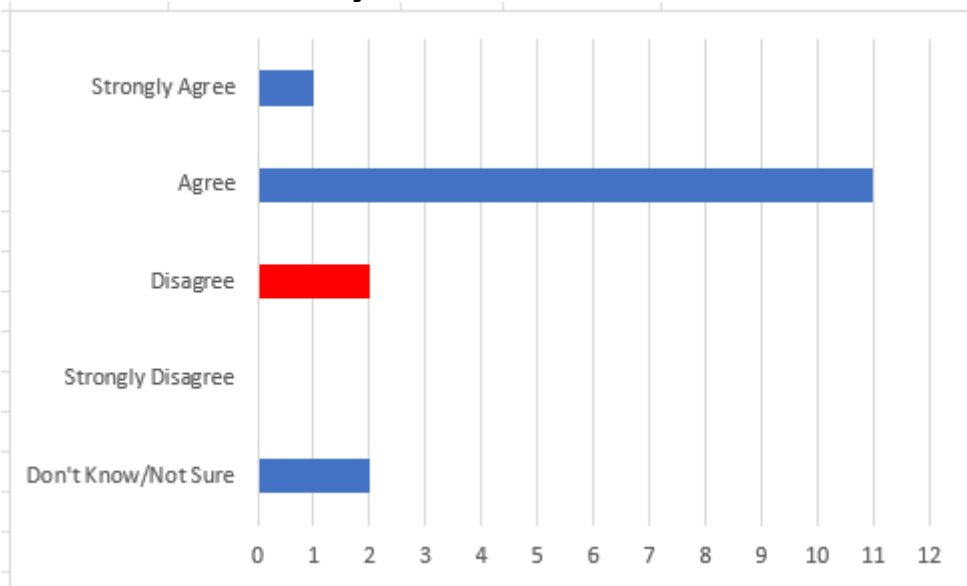
**CoG members receive sufficient information about Trust performance**



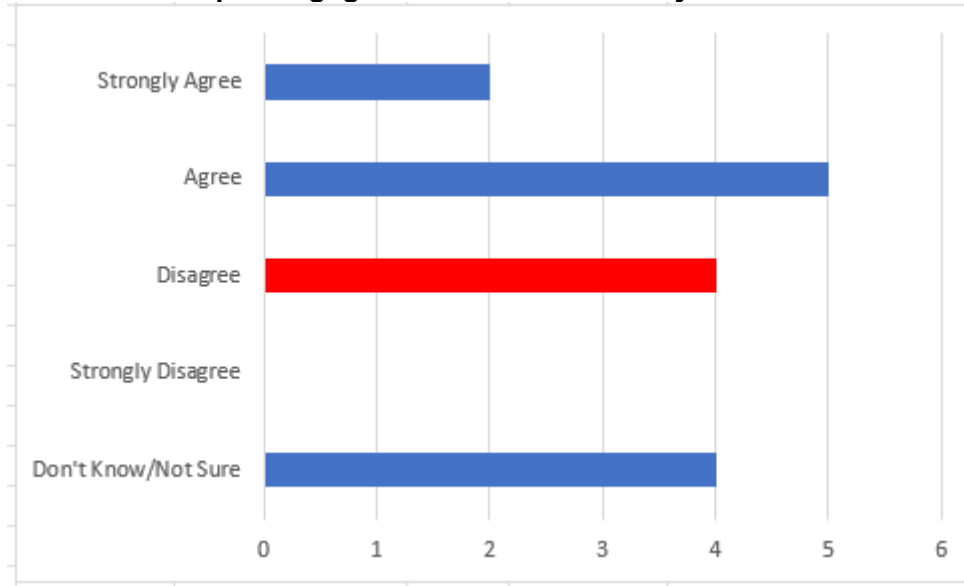
**The CoG has been able to fulfil its duty of holding the NEDs to account for the performance of the Trust**

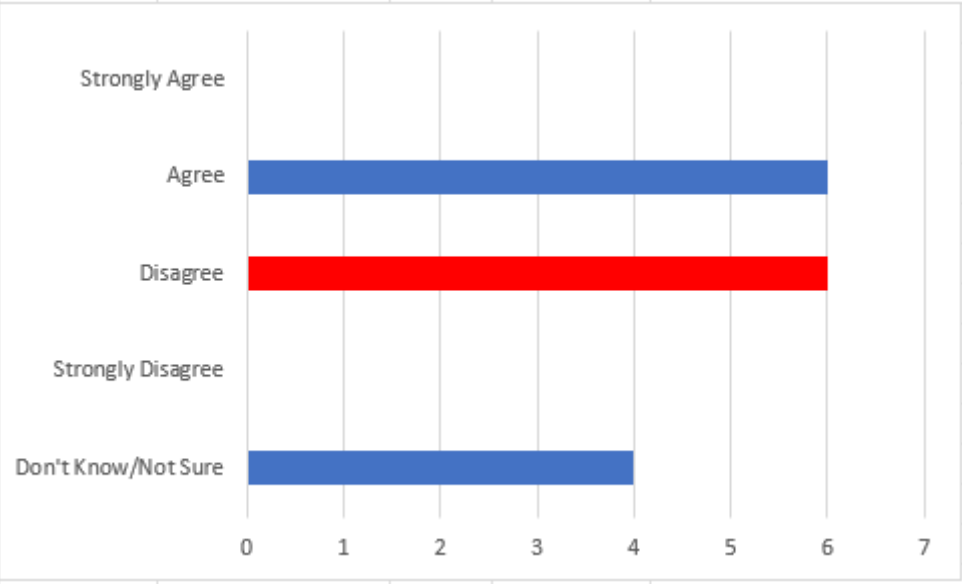
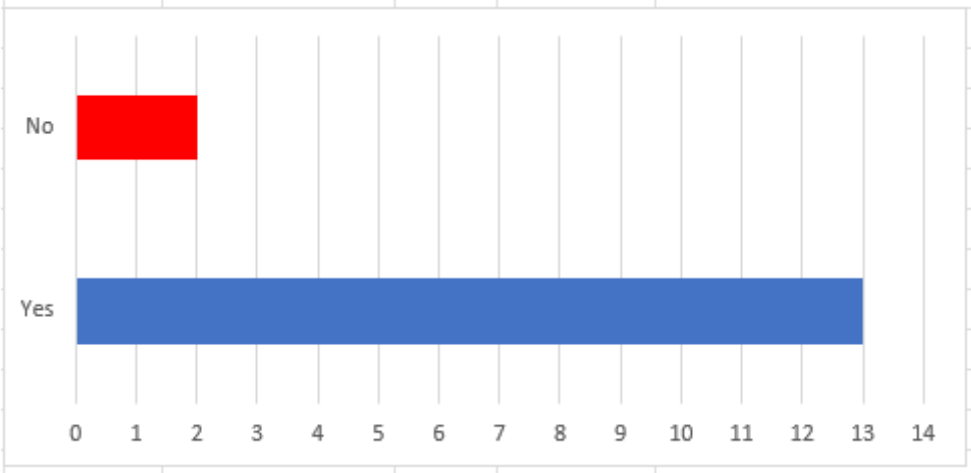


**The Governor Committee meetings and working groups I attend are effective and I feel that my contribution is valued**



**I have sufficient communication/contact from and with the members of the Membership & Engagement Committee in my role as a Governor.**

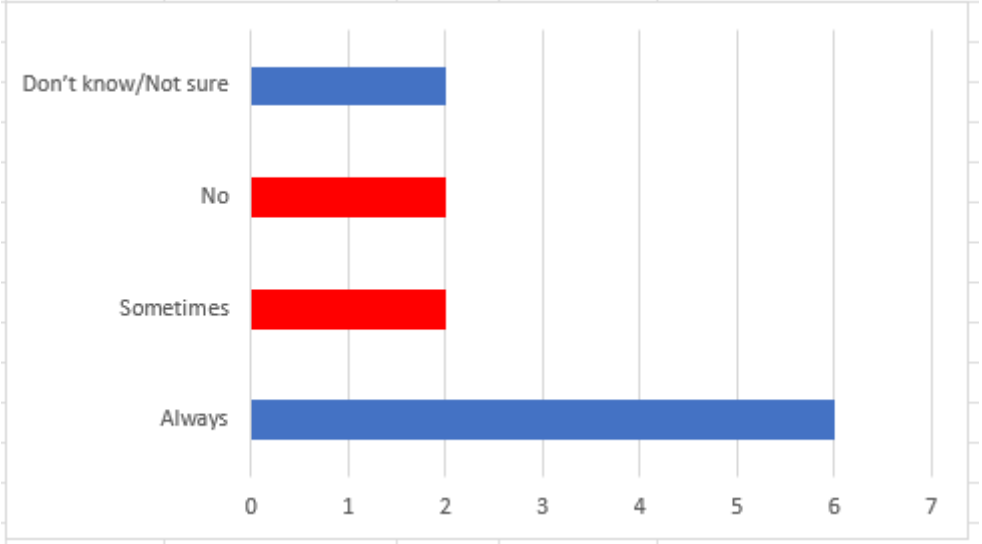


| Engagement Themes                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | Training Themes |       |                |   |       |   |          |   |                   |   |                     |   |                                                                                                                                                                                                                                                                                                                                                                        |          |       |    |   |     |    |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------|-------|----------------|---|-------|---|----------|---|-------------------|---|---------------------|---|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|-------|----|---|-----|----|
| <p><b>I have sufficient communication / contact with Foundation Trust members in my role as Governor.</b></p>  <table border="1"> <thead> <tr> <th>Response</th> <th>Count</th> </tr> </thead> <tbody> <tr> <td>Strongly Agree</td> <td>0</td> </tr> <tr> <td>Agree</td> <td>6</td> </tr> <tr> <td>Disagree</td> <td>6</td> </tr> <tr> <td>Strongly Disagree</td> <td>0</td> </tr> <tr> <td>Don't Know/Not Sure</td> <td>4</td> </tr> </tbody> </table>                                                                                                                                                                                                                                                                                                                                                                                                                                                       | Response        | Count | Strongly Agree | 0 | Agree | 6 | Disagree | 6 | Strongly Disagree | 0 | Don't Know/Not Sure | 4 | <p><b>Do you feel you have received sufficient training to undertake the role of Governor?</b></p>  <table border="1"> <thead> <tr> <th>Response</th> <th>Count</th> </tr> </thead> <tbody> <tr> <td>No</td> <td>2</td> </tr> <tr> <td>Yes</td> <td>13</td> </tr> </tbody> </table> | Response | Count | No | 2 | Yes | 13 |
| Response                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | Count           |       |                |   |       |   |          |   |                   |   |                     |   |                                                                                                                                                                                                                                                                                                                                                                        |          |       |    |   |     |    |
| Strongly Agree                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | 0               |       |                |   |       |   |          |   |                   |   |                     |   |                                                                                                                                                                                                                                                                                                                                                                        |          |       |    |   |     |    |
| Agree                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | 6               |       |                |   |       |   |          |   |                   |   |                     |   |                                                                                                                                                                                                                                                                                                                                                                        |          |       |    |   |     |    |
| Disagree                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | 6               |       |                |   |       |   |          |   |                   |   |                     |   |                                                                                                                                                                                                                                                                                                                                                                        |          |       |    |   |     |    |
| Strongly Disagree                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | 0               |       |                |   |       |   |          |   |                   |   |                     |   |                                                                                                                                                                                                                                                                                                                                                                        |          |       |    |   |     |    |
| Don't Know/Not Sure                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | 4               |       |                |   |       |   |          |   |                   |   |                     |   |                                                                                                                                                                                                                                                                                                                                                                        |          |       |    |   |     |    |
| Response                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | Count           |       |                |   |       |   |          |   |                   |   |                     |   |                                                                                                                                                                                                                                                                                                                                                                        |          |       |    |   |     |    |
| No                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | 2               |       |                |   |       |   |          |   |                   |   |                     |   |                                                                                                                                                                                                                                                                                                                                                                        |          |       |    |   |     |    |
| Yes                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | 13              |       |                |   |       |   |          |   |                   |   |                     |   |                                                                                                                                                                                                                                                                                                                                                                        |          |       |    |   |     |    |
| <p><b>If you do not feel you have received sufficient training, what else do you feel you could benefit from?</b></p> <ol style="list-style-type: none"> <li>1. More specific help on how to phrase emotive questions and how to pursue replies when they are insufficiently reassuring.</li> <li>2. I have not yet attended this group</li> </ol>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |                 |       |                |   |       |   |          |   |                   |   |                     |   |                                                                                                                                                                                                                                                                                                                                                                        |          |       |    |   |     |    |
| Effectiveness Themes                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                 |       |                |   |       |   |          |   |                   |   |                     |   |                                                                                                                                                                                                                                                                                                                                                                        |          |       |    |   |     |    |
| <p><b>Where do you feel you have made an impact as a Governor?</b></p> <ol style="list-style-type: none"> <li>1. By voicing staff concerns</li> <li>2. I'm not entirely sure I do, apart from trying to give honest feedback, that statement is difficult for me to measure</li> <li>3. Many important decisions feel like they have been taken out of our hands recently leaving little opportunity for meaningful impact.</li> <li>4. N/A as not a governor</li> <li>5. Contributions during Governor meetings</li> <li>6. Holding NEDs to account.</li> <li>7. Supporting staff and advocating their voice</li> <li>8. In the way I ask questions of both the NEDs and exec team.</li> <li>9. I have undertaken roles on sub committees, recruitment and interaction with staff.</li> <li>10. Assisting in strategy for the future</li> <li>11. Protecting staff, the Trust and trying to promote trust and transparently</li> <li>12. I feel that my influence is very limited.</li> </ol> |                 |       |                |   |       |   |          |   |                   |   |                     |   |                                                                                                                                                                                                                                                                                                                                                                        |          |       |    |   |     |    |

13. Supporting a new governor
14. Not a governor

**Where do you feel the wider Council has made an impact?**

1. Trying to hold the NED to account especially given the large scale ongoing changes to the hospital group
2. The appointment of joint chair and chief executive from LUFT has diluted our ability to make our own decisions such that we often are reduced to rubber stamping.
3. Holding NEDs to account in identifying areas of good practice and improvement. The past 12 months has been crucial in staff governors providing feedback on morale
4. Expressing concern about the merger of LHCH and the RLUH and concerns about how this will impact the quality of the care provided by the hospital staff to their patients.
5. External event and group discussion's
6. Representing the views of members and staff and their concerns over the impact of any planned changes
7. I am unsure as this is new so cannot comment on this
8. Unsure
9. Certainly working together has allowed a greater protection and value for our staff and patients
10. Because of the imposition of appointments from NHS England and the government the impact of the Council of Governors has been negligible.
11. Not sure that it has made an impact
12. I have not yet attended this group
13. In the discussions and decision making as part of partnership working in the Group model

| Leadership Themes                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | Additional Involvement |       |                     |   |    |   |           |   |        |   |  |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------|-------|---------------------|---|----|---|-----------|---|--------|---|--|
| <p data-bbox="91 172 878 204"><b>Do you feel the Council's Leadership model is effective?</b></p>  <table border="1" data-bbox="91 209 1070 754"> <thead> <tr> <th>Response</th> <th>Count</th> </tr> </thead> <tbody> <tr> <td>Don't know/Not sure</td> <td>2</td> </tr> <tr> <td>No</td> <td>2</td> </tr> <tr> <td>Sometimes</td> <td>2</td> </tr> <tr> <td>Always</td> <td>6</td> </tr> </tbody> </table>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | Response               | Count | Don't know/Not sure | 2 | No | 2 | Sometimes | 2 | Always | 6 |  |
| Response                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | Count                  |       |                     |   |    |   |           |   |        |   |  |
| Don't know/Not sure                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | 2                      |       |                     |   |    |   |           |   |        |   |  |
| No                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         | 2                      |       |                     |   |    |   |           |   |        |   |  |
| Sometimes                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | 2                      |       |                     |   |    |   |           |   |        |   |  |
| Always                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | 6                      |       |                     |   |    |   |           |   |        |   |  |
| Further Comments                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                        |       |                     |   |    |   |           |   |        |   |  |
| <p data-bbox="91 802 907 834"><b>Do you have any further comments you would like to add?</b></p> <ol data-bbox="141 869 2145 1374" style="list-style-type: none"> <li>1. It used to be valuable having a staff governor catch up with the chair. We could air concerns and feedback directly and it was a good opportunity build relationships. This was bi-monthly and supportive!</li> <li>2. I believe the current lead governor is very proactive and effective in their role and will always take forward our opinions</li> <li>3. The Lead Governor holds no additional power than other governors but can often be seen differently.</li> <li>4. As above. I think the role of the LHCH Governor is being undermined and am fearful that the quality of care provided by LHCH will decline in the next decade.</li> <li>5. Sometimes some members voices are not heard due to more confident vocal members taking the floor too much. We need to think about how this could be managed as we may miss vital contributions from these people.</li> <li>6. I feel the governors allow more input and real-world representation of our staff and patients far greater than some if not all of the NEDs</li> <li>7. The effectiveness of the Council of Governors has been severely hampered by the way that choices when making appointments and other decisions have been imposed by NHS England and the Ministerial body.</li> <li>8. It has been difficult to hold non execs to account as there has been considerable change in their number and non-attendance at meetings. I appreciate that their remit has changed but the fundamental opportunity to hold to account is diluted as a result. We have spent time discussing issues with Execs, which is not the role of Governors.</li> <li>9. Not a Governor so don't know/not sure reflects this.</li> </ol> |                        |       |                     |   |    |   |           |   |        |   |  |