

## Terms of Reference – Focus Groups for Governors

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<b>Document Abstract</b>	
<p>The Health and Social Care Act 2012 (the Act) introduces both new and changed duties for governors and directors of NHS Foundation Trusts, and makes a clear distinction between the duties and accountabilities of governors and directors.</p> <p>The Trust Board of Directors' duty to take into account the views of the Council of Governors in its planning remains unchanged. It is the stated intention of the Chairman and Trust Board of Directors to work as closely as possible with the Council of Governors on all matters of joint interest to the Board and the Council of Governors.</p> <p>The revised annual cycle of business for the Board and Council of Governors includes new formal mechanisms to support and enable their working together.</p> <p>The purpose of the Focus Groups is to facilitate engagement with the Trust Board and governors on matters of <u>constitution</u> (including membership), <u>strategy and planning</u> (including significant transactions), and <u>reporting</u> (including quality and performance monitoring and metrics) as part of the annual cycle of business.</p> <p>Focus Groups are Chaired by nominated Governors (Lead Governor for the Focus Group), have nominated Executive Leads, and are open to attendance by any interested governor and Non-Executive Director.</p>	

<b>Document Change Control</b>				
<b>Date of Version</b>	<b>Version Number</b>	<b>Lead for Revisions</b>	<b>Type of Revision</b>	<b>Description of Revision</b>
15 January 2013	0.1	Trust Secretary	First Draft	First Draft
3 February 2013	0.2	Trust Secretary	Draft	Draft for comment by Governor Representative
4 February 2013	0.3	Trust Secretary	Draft	Draft for comment by Chairman
5 February 2013	0.4	Trust Secretary	Version	Version for implementation
25 April 2013	0.5	Trust Secretary	Minor	Revision of Project Group titles
11 May 2015	0.6	Head of Membership & Governance	Draft	Amendments to bring Terms of Reference up to date
23 July 2015	0.7	Head of Membership & Governance	Draft	Amendments post discussion at Constitution Focus Group meeting
19 January 2017	0.8	Interim Head of Membership & Governance	Draft	Amendments post discussion at Constitution Focus Group meeting

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## **1. Purpose**

- 1.1 The purpose of the Focus Groups is to facilitate engagement with the Trust Board (the Board) and governors on matters of:
- (a) constitution (including membership);
  - (b) strategy and planning (including significant transactions); and,
  - (c) reporting (including quality and performance monitoring and metrics).
- 1.2 Meetings of the Focus Groups are intended to support the development of governors in their role and provide them with information in order to be able to undertake their statutory duty of holding Non-Executive Directors to account.
- 1.3 Meetings of the Focus Groups are part of the annual cycle of business managed on behalf of the Board by the Trust Secretariat.
- 1.4 When it is determined to be required and in exceptional circumstance, the Lead Governor for each group can request external advisors are invited to attend a Focus Group meeting in order to provide Governors with additional information determined to be necessary.

## **2. Authority**

- 2.1 The Chairs of Focus Groups are authorised by the Chairman to conduct consultation, engagement and development activities with Governors in accordance with these Terms of Reference.

## **3. Reporting**

- 3.1 The Governor Lead for each Focus Group is required to provide a brief summary of activity to the Trust Secretary for reporting to the quarterly meeting of the Council of Governors. (See also 5.1)

## **4. Chairing**

- 4.1 Focus Groups are chaired by a nominated Governor, the Lead Governor for the Group. In circumstances where it is not possible for the Lead Governor to attend, another Governor may Chair the meeting.

## **5. Membership and Attendance**

- 5.1 Each Group has a Governor Lead who is nominated by the group as a whole at the start of the Financial Year. They will link with Executive Lead/s and have involvement with the forming of the agenda for meetings.
- 5.2 There is no fixed membership for the groups, they are open to all governors to attend. This is to allow for equitable access to any of the Focus Groups by any governor.
- 5.3 The minimum number of governors required for any meetings of the Focus Groups to be considered a valid consultation or engagement activity is any four (4) governors and at least one (1) Trust representative.

## 6. Focus Groups Objectives

The objectives of each Focus Group are as follows:

### 6.1 Constitution Focus Group

- (a) The objectives of the Constitution Focus Group are to provide:
  - (i) engagement with governors in drafting Constitutional changes;
  - (ii) assessment of the public, patient and staff membership profile and monitoring of recruitment initiatives;
  - (iii) engagement of governors on communications and engagement activities for Foundation Trust members;
  - (iv) ownership and oversight of the Trust's Membership Engagement and Governor Development Strategy, to include recommendations for updates to this working strategy as required;
  - (v) reflect upon updates from the Trust's Audit Committee.
- (b) The group shall be chaired by the Governor Lead and the nominated Executive Lead shall be the Trust Secretary.

### 6.2 Governors Strategy Group

- (a) The objectives of the Governors Strategy group are to provide:
  - (i) engagement with governors to develop the **Annual Operational Plan**;
  - (ii) engagement with governors on both the short and long term strategic plans of the Trust;
  - (iii) engagement with governors on strategic objectives and matters affecting the strategic outlook of the Trust and to contribute to the strategic direction of the organisation.
  - (iv) reflect upon updates from the Trust's Finance Committee.
- (b) The group shall be chaired by the Governor Lead and the Executive Lead shall be the Director of Transformation & Strategic Development or their duly authorised deputy.

### 6.3 Quality Focus Group

- (a) The objectives of the Quality Focus Group are to provide:
  - (i) engagement with governors to develop the Board's Annual Quality Report;
  - (ii) regular support to enable governors to understand and interpret the Board Quality and Performance Report and to enable Governors to hold the Board to account;

- (iii) regular support to enable governors to understand and interpret reported progress on the Trust’s Corporate Quality Objectives;
  - (iv) opportunities for input from governors on quality, (as defined by NHS Improvement), matters;
  - (v) reflect upon updates from the Trust’s Quality and Outcomes Committee;
  - (vi) provide input into the Trust’s Quality Report and provide the statement for inclusion in the report on behalf of the Council of Governors.
- (b) The group shall be chaired by Lead Governor and attended by the Medical Director and/ or Chief Nurse as the Executive Leads, or their duly authorised deputies.

## **7. Secretariat Services**

- 7.1 Focus Groups shall be facilitated by the Trust Secretariat, specifically the Membership & Governance Team. This shall include the scheduling of meetings dates, circulation of papers for meetings and note taking.
- 7.2 In addition to the “Reporting” requirements, as detailed at 3.1, the facilitator of each meeting shall keep notes of the meeting as a record for decisions and future plans, these will be circulated to all attendees following each meeting.

## **8. Frequency of Meetings**

- 8.1 The governors annual cycle of meetings will be available at the beginning of each Financial Year from the Trust Secretariat. **The content of the meetings is available as Appendix 1.**
- 8.2 Additional meetings will be scheduled as required in agreement by the Lead Governor and Executive Lead for each group.

## Appendix 1: PROJECT FOCUS GROUPS - ANNUAL BUSINESS CYCLE 17-18

		Sponsor	Author	Jun	Sept	Dec	Mar
<b>CONSTITUTION FOCUS GROUP</b>							
Membership profile and review of activity	Nominated governor		Head of Membership & Governance				
Governor elections (not in 2018)	Nominated governor		Head of Membership & Governance				
Lead governor elections	Nominated governor		Head of Membership & Governance				
Annual Members Meeting	Nominated governor		Head of Membership & Governance				
Scheme of Delegation	Nominated governor		Trust Secretary				
Health Matters events	Nominated governor		Head of Membership & Governance				
Governor skills audit and training needs	Trust Secretary		Head of Membership & Governance				
Review of the Trust Constitution and Governor Code of Conduct	Trust Secretary		Head of Membership & Governance				
Audit Committee Chairs Report (month = related month of Chairs report)	Non-Executive		Trust Secretary	Apr/May	July	Oct	Jan
Voices magazine - members page	Nominated governor		Head of Membership & Governance	For Sep/Oct	For Jan/Feb		For May/Jun
Terms of Reference and Business Cycle review for all Project Focus Groups	Nominated governor		Head of Membership & Governance				

		Sponsor	Author	May	July	Sept	Nov	Jan	Mar
<b>QUALITY FOCUS GROUP</b>									
Staff survey results	Nominated governor		Director of Workforce & OD						
Annual patient experience report	Nominated governor		Chief Nurse						
Complaints annual report	Nominated governor		Chief Nurse						
Equality and Diversity annual report	Nominated governor		Director of Workforce & OD						
National inpatient survey results	Nominated governor		Chief Nurse						
Review of Quality Strategy 2016-2020	Nominated governor		Chief Nurse						
Quarter 3 Corporate Quality Objectives Update Report	Nominated governor		Chief Nurse						
Understanding the Quality and Performance Report	Nominated governor		Associate Director of Performance						
Quality and Performance Report	Nominated governor		Associate Director of Performance	Apr	June	Aug	Oct	Dec	Feb
Quality and Outcomes Committee Chairs Report	Non-Executive		Trust Secretary	Apr	June	Jul	Oct	Dec	Feb
Cellular pathology update - by exception only	Nominated governor		Medical Director						
Governors' Log of Communications - six month look back	Trust Secretary		Head of Membership & Governance						
Terms of Reference and Business Cycle review	Nominated governor		Head of Membership & Governance						

Terms of Reference – Focus Groups for Governors

		Apr	Jun	Sept	Dec	Feb
Sponsor	Author					
<b>STRATEGY FOCUS GROUP</b>						
BNSSG Sustainability and Transformation Plan	Nominated governor Director of Strategy & Transformation					
2018/19 Operational Plan	Nominated governor Associate Director of Finance					
Business planning – internal planning	Nominated governor Associate Director of Finance					
Review of the Trust's five year strategy	Nominated governor Director of Strategy & Transformation					
Major strategic capital update	Nominated governor Director of Strategy & Transformation					
IDEA Group governor report	Nominated governor Director of Strategy & Transformation					
Sustainability Strategy	Nominated governor Director of Strategy & Transformation					
Accountable Care Organisation - by exception only	Nominated governor Director of Strategy & Transformation					
South Bristol Community Hospital - by exception only	Nominated governor Director of Strategy & Transformation					
Finance Committee Chair's Report	Non-Executive Trust Secretary	Mar	May	Jul	Nov	Feb
Terms of Reference and Business Cycle review	Nominated governor Head of Membership & Governance					