

Frequently Asked Questions - Governor Elections

1. Why is the Trust having an election?

The Trust holds Governor Elections each year to fill any vacant seats on our Council of Governors and/or to open up seats in relation to those Governors whose term of office is ending.

2. Who runs the election?

The election is run by an independent, external election company.

3. What is the Council of Governors?

The Council of Governors is made up of 32 Governors namely:

- 17 Public Governors (elected from and by our Public Members)
- 7 Staff Governors (elected from and by our Staff Members)
- 8 Nominated (Appointed) Governors (nominated from and by our partner organisations)

4. Why are some people nominated rather than elected?

In order to ensure local accountability, there are both elected and nominated Governors. Elected Governors represent members in our public and staff constituencies. Nominated Governors represent the partner organisations that we work with such as councils, academic institutes (Universities), commissioner groups in addition to the Trust's Youth Forum and Volunteer Services. We also have Nominated Governors to represent the views of inclusive community groups. Of note, the majority of our Council of Governors (24 out of 32) is elected by our members.

5. What is the difference between a Member and a Governor?

Our membership community is made up of patients, carers, local residents, staff and the public with members voting to elect representatives (Governors) onto our Council of Governors. Governors are responsible for representing members and the public and engaging with them so to forward their views and opinions to the Trust's Board of Directors.

6. Am I eligible to vote in election?

You are eligible to vote if you are registered as a Member of our Foundation Trust in the member constituency for which the election is being held.

However, in keeping with our Constitution, only individuals that become a member on or before the closing date of the 'receipt of nominations' (election candidates) can vote during that election therefore new member applications are temporarily put on hold following closure of this date (until the election process concludes and results are declared upon which all pending applications are duly processed). The 'receipt of nominations' date is incorporated in the Election Timetable which is published on our website 'Governor Elections' webpage at the start of the election process: <https://mft.nhs.uk/the-trust/governors-and-members/elections/>

7. How will I know the election process has started and when do I vote?

At the start of the Governor Election process (usually July each year), an independent, external election company will issue a 'Notice of Election' which includes an Election Timetable (specifies the key nomination and voting dates including deadlines).

All election documents are published on our website 'Governor Elections' webpage - <https://mft.nhs.uk/the-trust/governors-and-members/elections/> at the start of the election process.

Election notification and papers are usually sent via post directly from the election company to all relevant/qualifying members (constituencies where Governor seats are open for election). Voting packs are also sent directly to members (via post) as part of this process which includes the deadline date that votes are to be completed by and returned to the election company (via post).

8. I don't know if I am a member, how can I find out?

If you provide your name and contact details to the Foundation Trust Membership Office (contact details below) they will be able to let you know if you are registered as a member and, if you are, which membership constituency you are in.

Membership is completely free with public membership being open to anyone aged 11 years or over who lives in England and Wales. The Public Member constituency is subdivided into the following areas:

- Manchester
- Trafford
- Eastern Cheshire
- Rest of Greater Manchester
- Rest of England & Wales

Staff are automatically invited to become staff members however are able to opt out. The Staff Member constituency is subdivided into the following staff groups:

- Medical & Dental
- Nursing & Midwifery
- Other Clinical
- Non-Clinical & Support

If you are not currently a member and are interested in becoming one, contact the Foundation Trust Membership Office for a paper form (contact details below) or alternatively, complete an on-line form available via our website www.mft.nhs.uk and click the 'Become a Member of our Trust – Membership Form' button or via the following direct link <https://secure.membra.co.uk/MFTApplicationForm/>

As part of the NHS membership application process, you will be asked to supply your personal data, with any data that you supply being used only to contact you about the Trust's Membership and/or other related issues and will be processed for these purposes only and will not be shared with third parties and will be stored in accordance with the Data Protection Act.

Foundation Trust Membership Office – Contact Details:

By Post: Freepost Plus RRBR-AXBU-XTZT
MFT NHS Trust
Oxford Road
Manchester
M13 9WL

By Phone: 0161 276 8661 (office hours 9.00 am to 5.00 pm, Monday to Friday; answering machine outside these hours)

E-mail: ft.enquiries@mft.nhs.uk

If you would like to discuss membership and/or if already a member, and the information that you supplied as part of your initial membership application process has changed or changes in the future, or if you wish to cancel your membership, please contact the Foundation Trust Membership Office (contact details above).

9. Can I switch from the public to staff constituency and vice-versa?

No, in order to be eligible as a staff member you must be employed by (under a contract of employment of at least 12 months) and/or exercise functions for the purposes of the Trust, otherwise than under a contract of employment with the Trust, provided such individuals have exercised these functions continuously for a period of at least 12 months (please note, for the avoidance of doubt this does not include individuals who assist or provide services to the Trust on a voluntary basis).

10. Is the Council of Governors the same as the Board?

No, the Board of Directors is made up of Executive and Non-Executive board members who are collectively responsible for the performance of the Trust and which exercises power on behalf of the Trust.

11. What is the difference between the Board of Directors and Council of Governors?

The overriding duty of the Board of Directors is to be collectively and individually responsible for promoting the success of the NHS Foundation Trust so as to maximise the benefits for the members of the NHS Foundation Trust as a whole and for the public. This means the Board is focused on providing high-quality health care to the NHS Foundation Trust's members and the communities it serves.

By way of contrast, the overriding role of the Council of Governors is to hold the Non-Executive Directors, individually and collectively, to account for the performance of the Board of Directors and to represent the interests of Foundation Trust members and of the public.

The Board is therefore responsible for the strategic direction and performance of the Trust, while the Council of Governors is responsible primarily for assuring the performance of the Board.

12. What are the duties of Governors?

Under the Health & Social Care Act (2012), the statutory duties of Governors are clearly defined:

- To hold the Non-Executive Directors individually and collectively to account for the performance of the Board of Directors, and
- To represent the interests of the members of the Foundation Trust as a whole and the interests of the public.

Monitor, now part of NHS Improvement, is the Independent Regulator of Foundation Trusts and as outlined in their publication for Governors ([**Your statutory duties: A reference guide for NHS foundation trust governors - August 2013**](#)) and in keeping with the Trust's Constitution, Governors also have the following key statutory duties and responsibilities:

- To appoint or remove the Chair and the other Non-Executive Directors (including appointing a Deputy Chair from the Non-Executive Directors)
- To approve the appointment (by the Non-Executive Directors) of the Chief Executive.
- To decide the remuneration and allowances, and other terms and conditions of office, of the Chair and other Non-Executive Directors.
- To appoint or remove the Foundation Trust's Auditor.
- To receive the Trust's annual accounts and any report of the Auditor on them and the annual report (including the Quality Report) at a Council of Governors' Meeting with Governors being encouraged to help to identify and prioritise quality priorities and a quality indicator for the Trust.
- To provide views to the Board of Directors (BoD) when the BoD is preparing the document containing information about the Trust's plans, with Governors being required to:
 - Canvass the opinion of the Trust's Members and the public, and for appointed Governors the body they represent, on the NHS Foundation Trust's forward plan, including its objectives, priorities and strategy, and their views should be communicated to the BoD.
- Approving significant transactions.

- Approving applications by the Trust to enter into a merger, acquisition, separation or dissolution.
- Decide whether non-NHS work would significantly interfere with the Trust's principal purpose, which is to provide goods and services for the health service in England, or performing its other functions.
- Approving amendments to the Trust's Constitution.
- As outlined in the Governors' Code of Conduct, Governors must treat any information which they receive as confidential, and must not disclose it to any third party without the express permission of an authorised representative of the Foundation Trust. Authorised information should be utilised by Governors to seek the views of members and the public on material issues or changes being discussed by the Trust and providing information and feedback regarding the Trust, its vision, performance and material strategic proposals made by the Trust Board.
- Require one or more directors to attend a Governors' meeting to obtain information about the performance of the Trust's functions or directors' performance of their duties and help the Council of Governors decide whether to propose a vote on the Trust's or Directors' Performance.
- To prepare and from time to time review the Trust's Membership Strategy and its policy for the composition of the Council of Governors and of the Non-Executive Directors and when appropriate to make recommendations for the revision of our Constitution.
- To undertake such functions as the BoD shall from time to time request.

In keeping with the latter statutory duty, the BoD asks Governors during meeting attendance and when being presented with information, to also advise on issues, assist in the development of ideas and act as a sounding board. Governors are also responsible for:

- Affairs of the Foundation Trust are to be conducted by the Council of Governors in accordance with the Trust's Constitution and the Foundation Trust's licence (includes ensuring the Board of Directors acts so that the Foundation Trust does not breach the conditions of its licence).
- Led by the Chairman, Governors are to regularly communicate to members and the public details on how Governors have discharged their responsibilities, including their impact and effectiveness on:
 - Holding the Non-Executive Directors to account for the performance of the Board of Directors.
 - Communicating with members and the public and transmitting their views to the Board of Directors; and
 - Contributing to the development of forward plans of NHS Foundation Trusts.
- To respond as appropriate when consulted by the BoD in accordance with the Trust's Constitution.
- To complete an annual Governors' Declaration of Interest (details recorded in the Annual Governors' Declaration of Interest Register and formally recorded at a Council of Governors' Meeting). Governors who fail to disclose any interest or material interest required to be disclosed under the Trust's Constitution provisions must permanently vacate their office if required to do so by a majority of the remaining Governors.
- To meet the 'fit and proper person' test as defined by regulation 5 of the Health and Social Care Act 2008 (Regulated Activities) Regulations 2014 and/or condition G4 of the Trust's Licence.
- To adhere to the Trust's Code of Conduct including Nolan Principles.
- To complete and clear a Disclosure & Barring Service (D&BS) check.
- To adhere to the Governors' Media Policy and Social Media Policy. In serious cases, when the use of social networking is considered to be inappropriate, this could be considered as a serious breach of the Governors' Code of Conduct therefore acting in a manner which is detrimental to the interests of the organisation and in keeping with the Trust's Constitution, this may ultimately result in an individual's term of office as a Governor being revoked.
- To elect a Lead Governor.
- To present to Members at the Trust's Annual Members' Meeting any proposed changes to the Trust's Constitution (where an amendment is made in relation to the powers or duties of the Council of Governors) and to approve the minutes of Members' Meetings.

- To remove Governors from the Council of Governors in the event that a Governor has committed a serious breach of the Code of Conduct; or they acted in a manner detrimental to the interests of the Foundation Trust; and the Council of Governors consider that it is not in the best interests of the Foundation Trust for them to continue as a Governor; or if a Governor fails to disclose any interest or material interest required to be disclosed under the Trust's Constitutional provisions
- To expel a Member from the Trust if a complaint about a Member is made to the Trust Secretary that they have acted in way detrimental to the interests of the Foundation Trust.
- To attend Governor meetings and training (unless absences are due to reasonable causes and the individual is able to start attending again within such a period as the other Governors consider reasonable).
- To forward views in relation to the Chairman's and Non-Executive Director (NED) performance (documented via Governor Questionnaire and/or Lead Governor contact) and participate as and when required during the performance review process (telephone interviews). A Governor Appraisal Panel (Council of Governors' Nominations Committee) is established each year with Governor panel members being rotated to review/consider the Chairman/NED performance review findings and, as and when required, makes recommendations to the full Council of Governors for approval.
- To participate, as and when required, in the Trusts' Nominations Committee (Appointment Committee) during the appointment process of the Chair and Non-Executive Directors and make recommendations to the full Council of Governors for approval.
- To participate, as and when required, in the Trust's External Auditor Appointment Panel during the selection process and make recommendations to the full Council of Governors for approval.
- To participate, as and when required, in Governor Sub-Groups.

Further details are outlined in the Trust's constitution (copy available via 'The Trust' webpage - <https://mft.nhs.uk/the-trust/>)

13. I am a member and interested in standing for election as a Governor, what is the process?

All qualifying/eligible members that are aged 16 years or over are able to nominate themselves to stand for election as a Governor. Elections are usually held each year for those Governor posts whose term of office are ending or have resigned with the election process usually starting around July each year.

At the start of the Governor election process an invitation letter, from our Chairman, is usually sent out to the relevant member constituencies (where Governor seats are open for election), informing members that the election process is starting and includes the contact details of the external company who facilitates our election process (to request a nomination form if interested in standing for election). Ballot papers are then sent to members who in turn vote for the candidate(s) that they wish to be elected to our Council of Governors (single transferrable voting method).

14. I am NOT a member and interested in standing for election as a Governor, what do I need to do?

In order to stand for election as a Governor, you do need to be registered as a member and aged 16 years or over. Membership application forms are available via the Foundation Trust Membership Office (contact details on page 2 which also includes more information about the membership application process) or alternatively, an on-line form is available via our website www.mft.nhs.uk and click the 'Become a Member of our Trust – Membership Form' button or via the following direct link <https://secure.membra.co.uk/MFTApplicationForm/>

Once your membership application form has been received and processed, you will receive a membership welcome letter which provides more information about being a Member.

15. Does someone have to nominate me to stand for election as a Governor?

No, you can nominate yourself.

16. How can I get a Nomination Form?

Requests for nomination forms are to be made directly with the election company by contacting their Customer Services Team. Contact details will be outlined in the election materials that are published and mailed out to qualifying members in addition to being published on our website 'Governor Elections' webpage <https://mft.nhs.uk/the-trust/governors-and-members/elections/> at the start of the election process.

17. What is the deadline for Nominations?

At the start of the Governor Election process (usually around July each year), the election company will issue a 'Notice of Election' which includes an Election Timetable (specifies the key dates including the nomination deadline). All election documents are published on our website 'Governor Elections' webpage <https://mft.nhs.uk/the-trust/governors-and-members/elections/> at the start of the election process.

Election notification and papers are sent directly from the election company to all relevant members (constituencies where Governor seats are open for election) with **nomination forms being requested from and, upon completion, are to be sent directly back to the election company**. Please be aware that any completed nomination forms that are sent to the Trust will not be counted in the election nomination process.

Once received, please make sure that you follow the checklist on the nomination form and provide all of the details requested so to ensure validity of your nomination.

18. Do I need any qualifications to be a Governor?

No, you do not need specific qualifications to be a Governor, other than an interest in healthcare and a commitment to representing members and the public to the best of your ability.

19. How will I know who I am running against?

The election company will issue a "Notice of Poll" which outlines the candidates that are standing for election and is published on our website 'Governor Elections' webpage (<http://www.mft.nhs.uk/the-trust/governors-and-members/elections> - found under 'The Trust' section of our website – www.mft.nhs.uk) during the election process. In addition, candidates' election statements are sent to relevant members (where Governor seats are open for election and the seats are contested) and are also made available on our Governor Election webpage (candidates' election statements listed per membership constituency).

20. What information do I need to provide as part of the nomination process?

Candidates are asked to provide:

- Name, title, home address, date of birth and contact details
- Any membership of political parties
- Any financial or other interest in the Trust
- A photograph
- A personal statement of no more than 250 words.

21. Do I need to agree and sign any declarations as part of the nomination process?

Yes, candidates are required to sign a declaration that:

- They are not a person who has been adjudged bankrupt or whose estate has been sequestrated and (in either case) has not been discharged
- They are not 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
- They are not a person who within the preceding 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 3 months (without the option of a fine) was imposed on them
- They are not a person who is under sixteen (16) years of age
- They are not a person who is subject to a sex offender order
- They are not a person who has not, within the preceding two (2) years, been dismissed by any other reason than redundancy, from any paid employment with an NHS body

- They are not a person who has not had a tenure as the Chairman or as a member or Director of an NHS body terminated because their appointment was not in the interests of the health service, for non-attendance at meetings, or for non-disclosure of a pecuniary interest
- They accept and abide by the Foundation's Trust values and will agree to confirm acceptance of and adhere to the Trust's Code of Conduct for Governors
- They are not a Director of the Foundation Trust or a governor or director of an NHS body (unless appointed by an appointing organisation which is an NHS body)
- They are not the spouse, partner, parent or child of a member of the board of directors of the Foundation Trust
- They are not a member of a local authority's Scrutiny Committee covering health matters
- They are not a person who has previously been removed as a Governor or Member due to committing a serious breach of the Code of Conduct or that acted in a manner detrimental to the interests of the Foundation Trust or that the Council of Governors considered that it was in the best interests of the Foundation Trust for them not to continue as a Governor or Member or for failing to attend Council of Governors' Meetings or for refusing to undertake any training which the Council of Governors requires all Governors to undertake and that, if successfully elected, are aware that any future breach may result in being removed as a Governor
- They are aware that they will be required to consent to and clear a Disclosure and Barring Service (DBS) check and are also aware that they will be disqualified if considered to be unsuitable by the Trust on the basis of any disclosures obtained
- They are aware that they will be required to disclose any declaration of interest on an annual basis or at any-time should their circumstances change
- They are aware that they will be required to attend regular meetings and training sessions and adhere to the Trust's Governor Meeting Ground Rules (with meetings being predominately held Monday to Friday, anytime between 9.00 am - 5.00 pm)
- They are not a person who is unfit and improper as defined by regulation 5 of the Health and Social Care Act 2008 (Regulated Activities) Regulations 2014 and/or condition on G4 of the Trust's Licence
- They are not person who has refused to sign a declaration of their qualification to vote as a member of the Trust and that they are not prevented from being a member of the Council of Governors.

Further details are outlined in the Trust's constitution (copy available via 'The Trust' webpage - <https://mft.nhs.uk/the-trust/>)

22. I am not a very good writer, can the Trust help me to put together my statement or edit it?

The Trust is not permitted to provide help with or edit candidates' statements as we have to be fair to all the candidates. However, if you are having difficulties, the election company will usually be able to provide examples of previous candidate statements and provide guidance, learning aids and assistance.

23. What happens if I change my mind?

You can change your mind and withdraw from the Governor Election process but you must let the election company know with the date for final candidate withdrawal being incorporated in the Election Timetable (published on our website "Governor Elections" webpage - <http://www.mft.nhs.uk/the-trust/governors-and-members/elections> - found under 'The Trust' section of our website – www.mft.nhs.uk at the start of the election process).

24. Does the Trust give me any publicity to promote my campaign?

The Trust gives objective, balanced and fair coverage equivalent in size and contact to all candidates on its website by making available each candidate's election statement only.

Upon request, the Trust will provide a limited number of membership application forms for those candidates who wish to recruit members as part of their campaign promotion.

Please note that, in keeping with our Constitution, only individuals that become members on or before the closing date of the receipt of nominations (from election candidates) can vote during that election therefore new member applications are temporarily put on hold following closure of this date (with all pending applications being duly processed following this date). The 'receipt of nominations' date is incorporated in the Election Timetable (published on our website "Governor Elections" webpage at the start of the election process):

<http://www.mft.nhs.uk/the-trust/governors-and-members/elections>

25. What about funding to promote my campaign?

There is no funding provided to promote campaigns whether incurred by candidates or another person.

26. How/who decides who has won (elected as a Governor)?

Members decide who is successfully elected as a Governor with votes being counted by the Returning Officer of the external, independent election company, using the single transferrable voting system.

27. When will I know if I have won (been successfully elected as a Governor)?

Written confirmation of the results is sent to every candidate via the election company and are published on our website 'Governor Elections' webpage – <http://www.mft.nhs.uk/the-trust/governors-and-members/elections> in keeping with the election timetable i.e. 'declaration of results' date.

28. If I am elected as a Governor, how do I discharge my duties?

As a Governor, you discharge your duties by attending regular meetings of the Council of Governors, attending Trust Open Days/Events and Annual/Special Members' Meetings in addition to attending ongoing development and training sessions. Please note that Governor meetings are predominantly held during the day (anytime between 9.00am – 5.00pm).

You will also be invited to attend Governor Sub-Groups and other Governor/Trust meetings and, in order to become more effective in the role of Governor, are expected to participate in Governor Training and Development Sessions in addition to member and public meetings/events, which will help you to build relationships and become more confident at making direct contact with attending members and the public.

Public Governors will also be asked to identify a local patient/public group with Staff Governors being asked to identify local staff groups that you intend to regularly engage with so to canvass both members' and public views/opinions in addition to promoting the Trust, Membership and the role of Governor.

29. Will I need any training to take on this role?

The Trust arranges a New Governor Induction Programme which all newly elected/nominated Governors are invited to attend (includes an Introduction Meeting with our Chair). The Trust also schedules ongoing Governor Development and Training Sessions for all Governors (new and existing) throughout the course of each year.

Additional Governor training needs (individual and as a Council of Governors) are also identified on a yearly basis as part of our Governor questionnaire process.

30. Will I need to comply with a Code of Conduct?

All new Governors are sent a 'Governors' Code of Conduct' which you will be asked to review and agree compliance with whilst carrying out the role of Governor. In addition, new Governors are also required to meet the "Fit and Proper Persons" Test. Eligibility to be a Governor including mandatory requirements are outlined in our Governor Criteria and are applicable to all Governors positions (Public, Staff and Nominated). In order for an individual to become or continue as a Governor, is subject to the fulfilment of the aforementioned eligibility criteria with Governors ceasing to hold office should this criterion be/become unfulfilled.

Our Governor Criteria is available via our "Council of Governors" webpage:

<http://www.mft.nhs.uk/the-trust/governors-and-members/elections>

Alternatively, please contact the Foundation Trust Membership Office (contact details outlined on page 2) to obtain a copy.

31. Will I have to disclose information about my income, assets or finance?

You are required to declare on an annual basis and/or as and when your circumstances change, any material interests as prescribed in the Trust's Constitution, copy available via the FT Membership Office or 'The Trust' webpage - <https://mft.nhs.uk/the-trust/>

Declarations include any directorships, interests in firms likely to be considered as trading partners or providing services to the NHS, positions of authority in charities and voluntary organisations in the field of health and social care; and connections with firms entering into financial arrangements with the Trust.

32. Will I be paid for this role?

No, Governors do not receive payment but the Trust does have a limited budget in terms of travel and subsistence and will reimburse Governors for authorised travelling costs and expenses incurred in carrying out their duties. However, if travelling by car, Governors are responsible for ensuring that they have appropriate car insurance cover i.e. for business purposes and must provide proof i.e. valid insurance certificate in order to subsequently claim back their expenses.

33. Will I have to meet any personal civil liability for my actions out of my personal resources?

Only if you have acted recklessly. If you have acted honestly and in good faith, you will not meet any personal civil liability incurred in the execution of your functions out of your personal resources with any cost arising in this way being met by the Trust.

34. How long is the term of office of a Governor?

As outlined in the Trust's Constitution and, with the exception of Transitional Governors i.e. those elected following the establishment of Manchester University NHS Foundation Trust being formally announced/started in office at MFT's Special Members' Meeting held on 6th December 2017, an Elected (Public and Staff) or Nominated Governor shall normally hold office for a period of three years commencing immediately after the Annual Members' Meeting or Special Members' Meeting at which their election/nomination results are announced.

At the end of a Governor's term of office, an individual may offer themselves for re-election or re-nomination, however an Elected or Nominated (Appointed) Governor may not hold office for more than three terms or a maximum of nine consecutive years, whichever is the shorter in duration, and shall not be eligible for re-election or re-nomination if he has already held office for more than six consecutive years.

Of note, an Elected or Nominated (Appointed) Governor may not stand again for re-election or re-appointment as a Governor until three years has elapsed since their resignation or their completion of the maximum three terms or nine consecutive years as a Governor. Governors will also cease to hold office if they no longer live in the area of their constituency (Public Governors), no longer work for our Trust or hold a position in the staff class that they represent (Staff Governors) or are no longer supported in office by the partner organisation that they represent (Appointed Governors).

35. Can I have access to the public membership database?

No, in keeping with the new GDPR rules and the Data Protection Act, membership data/details are not disclosed.

If you have any other questions or queries about the Governor Election Process, Membership or the role of Governor, please contact the Foundation Trust Membership Office (contact details on page 2).