

Code of Conduct and Standards of Behaviour for Governors

The key messages the reader should note about this document are:

1. Governors are required to sign a copy of the Code of Conduct on appointment
2. The Corporate Governance Team will hold a copy of the Code signed by the governor
3. Governors are required to abide by the Code of Conduct

DOCUMENT SUMMARY SHEET

ALL sections of this form must be completed.

| | |
|--|---|
| Document title | Code of Conduct and Standards of Behaviour for Governors |
| Document Reference Number | CG-0001 |
| Key searchable words | <i>Conduct, behaviour, standards</i> |
| Executive Team member responsible (title) | Chief Executive |
| Document author (name and title) | Kerry McMann, Associate Director for Corporate Governance |
| Approved by (Committee/Group) | Council of Governors |
| Date approved | 9 May 2019 |
| Ratified by | Policy and Procedures Group |
| Date ratified | 7 July 2022 |
| Review date | 7 July 2025 |
| Frequency of review | <i>At most every three years</i> |

Amendment detail

| Version | Amendment | Reason |
|----------------|---|--|
| 1 | Produce the Code in the new format | To comply with the Risk Management Standards and the Procedure for the Development and Management of Procedural Documents. |
| 2 | All content – to put the Code into the newest format as agreed by the NHSLA | To comply with the Risk Management Standards and the Procedure for the Development and Management of Procedural Documents. |
| 3 | All content | Checked to ensure it is consistent with the changes brought about by the Health and Social Care Act 2012. |
| 4 | New format | To ensure that the code is still fit for purpose |

| Version | Amendment | Reason |
|---------|-----------|---|
| | | and that it is in the new Trust template format |
| 5 | None | Document had reached its review date and no changes were needed so submitted for a minor change ratification. |

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| 1 | The content of the procedural document | 5 |
| | 1.2 Description of procedure/process | |
| 2 | Appendices included as relevant (include Appendices or a link to the relevant documents on staffnet) | 11 |

1. THE PROCEDURE

1.1 Flow chart of procedure (if relevant)

Not relevant

1.2 Description of Procedure/Process

A governor must abide by the Code whenever they carry out either the business of the Trust or that of the Council of Governors. A governor must ensure that they have read and understood the Code (contained in Part A of this document) and that they have signed the declaration set out in this Code and returned it to the Associate Director for Corporate Governance, who will hold the signed copy on file.

1.2.1 The Nolan Principles

The principles underpinning the Code are drawn from the 'Seven Principles of Public Life' as defined by the Nolan Committee report (1996) and are listed below. A fuller description is contained at Appendix A.

- Selflessness
- Integrity
- Objectivity
- Accountability
- Openness
- Honesty
- Leadership.

1.2.2 NHS Core Principles

The NHS Core Principles also inform the Code and should guide the activities of the Council of Governors. These principles are set out at Appendix B.

1.2.3 Confidentiality

Given the confidential, and often sensitive nature of the issues considered by the Council of Governors all governors are required to respect the confidentiality of information they are privy to as a result of their role. Governors must fully comply with the Data Protection Act; and must comply with the Trust's confidentiality policies and procedures.

Governors must maintain a high level of confidentiality and not disclose any information given to them in confidence by anyone. They must not disclose any information they acquire which is, or which they believe to be, of a confidential nature without the consent of a person who is authorised to give

such consent. This is unless a governor is required to disclose such information by law. Governors must also not prevent another person from gaining access to information which that person is entitled to have by law.

1.2.4 Declarations of Interest

In accordance with the Constitution, governors must properly disclose and declare any actual or perceived personal, pecuniary or conflict of interest in any matter under discussion or consideration. The chair of the meeting will advise whether it is necessary for the governor to refrain from participating in discussion or voting on the matter, or whether they should withdraw from the meeting.

Governors must make an annual declaration of interests in accordance with the provisions of the Constitution. If such a declaration proves to be or becomes inaccurate or incomplete, a further declaration must be made by the governor at the earliest opportunity. This process will be facilitated by the Associate Director for Corporate Governance.

Failure to comply with this paragraph is likely to constitute a breach of this Code.

1.2.5 Personal Conduct

Governors are required to adhere to the highest standards of conduct in the performance of their duties. They are required to:

- 1.2.5.1 Uphold the seven Nolan Principles of Public Life (further details of these are included in Appendix A)
- 1.2.5.2 Abide by the NHS Core Principles (further details of these are included in Appendix B)
- 1.2.5.3 Act in the best interests of the Trust and actively support the Trust's vision, aims and priorities ensuring the needs and best interests of the public, service users, relatives, carers and staff are represented when making decisions
- 1.2.5.4 Abide by the Trust's Values
- 1.2.5.5 Comply with the Trust's Constitution, including those Annexes relevant to members and governors; undertake any training identified as required and receive and abide by any guidance or procedures in respect of governors' responsibilities

- 1.2.5.6 Act as an ambassador for the Trust ensuring personal conduct is in a manner that reflects positively on the Trust, promoting the Trust's achievements and good work; not acting in a way that will bring the office of governor, the Council of Governors or the Trust into disrepute
- 1.2.5.7 Not misrepresent your role as a governor; not act outside of your remit nor outside of the duties as set out in the governors' role description or the terms of reference of any committee on which you serve
- 1.2.5.8 Not act in a manner that will damage the reputation of the Trust, or its staff individually or collectively; and not take part in any activity that might damage the reputation of the Trust
- 1.2.5.9 Recognise that governors, directors and management have a common purpose to ensure the success of the Trust and demonstrate a commitment to working as a team with all colleagues in the NHS and wider community to achieve this
- 1.2.5.10 Exercise responsibilities in a corporate manner, and ensure decisions are taken collectively by the Council of Governors; and support and abide by the decisions taken by the Council of Governors even where a decision may not personally be agreed with
- 1.2.5.11 Seek to ensure that fellow governors are valued and that judgements are consistent, fair, unbiased and properly founded
- 1.2.5.12 Ensure that others are treated with respect
- 1.2.5.13 Seek to ensure that they do not act in a discriminatory manner or act contrary to any laws in respect of discrimination in respect of any protected characteristics
- 1.2.5.14 Ensure that no political, religious or sectarian views influence any decisions
- 1.2.5.15 Recognise that if a governor is also a member of any trade union, political party or other such organisation (other than where a governor has been appointed to the Council of Governors by a partner organisation), the views of that organisation are not being represented
- 1.2.5.16 Raise any matters of concern relating to the activities of the Council, the Board of Directors or services within the Trust through the appropriate channels

- 1.2.5.17 Ensure that at no time or for any reason no contact is made with the press or media in any official capacity as a governor unless authorised to do so by the Board of Directors or the Trust's Communication Department; and if approached by the press or media direct all enquiries to the Trust's Communication Department
- 1.2.5.18 Ensure that, when acting as a governor, no visit is made to any area or setting in which treatment is provided, except where such a visit has been arranged by the Board of Directors or its representative
- 1.2.5.19 Demonstrate active commitment and participation by attending all meetings of the Council of Governors, including any committee they are a member of, or providing input to meetings by submitting views
- 1.2.5.20 Abide by the meeting etiquette as set out in CG-0010
- 1.2.5.21 Participate in any appraisal / review process or meeting either for individual governors or the Council of Governors as a whole as required by the Chair of the Trust
- 1.2.5.22 Comply with the Trust's policy on the completion of criminal records checks (DBS).

1.2.6 Non-compliance with the code

If in the Chair's opinion the individual has failed to observe any part of the Code the Chair is authorised to take such action as may be deemed immediately necessary including suspension until the matter is resolved.

Where it is determined that there is a prima facie case for the removal of a governor due to a breach in the Code the matter will be dealt with in accordance with the provisions set out in Annex 6, paragraph 4 of the Constitution.

2 Appendices

Appendix A – The Nolan Principles of Public Life

Appendix B – The NHS Core Principles

PERSONAL DECLARATION

I (full name) declare that I have read, understood and agree to comply with the Leeds and York Partnership NHS Foundation Trust 'Code of Conduct and Standards of Behaviour for Governors' (the Code) as set out in Part A of the document and appendices A and B. I also agree to inform the Associate Director for Corporate Governance if at any time I become unable to comply with the Code or any part of the Code.

If during the course of my duties as a governor I become involved with, or become aware of any confidential information, including that relating to any person for example service user, carer, visitor member of staff; or any information relating to any Trust business, I will not at any time during or after my term of office as a governor use or disclose such information in a way that is inconsistent with this Code.

I understand that a breach of this Code, including the general obligation of confidentiality may be considered as non-compliance with this Code and will be dealt with as set out in Section 1.2.6 of the Code.

I also understand that if I act unlawfully (for example breaking any laws relating to data protection or discrimination) I may be personally liable for my actions.

I understand that it is a requirement of the Constitution to sign the Code of Conduct and Standards of Behaviour for Governors and that failure to do so will preclude me from continuing in office as a governor.

Signature

Date

Appendix A

Nolan Principles of Public Life

- **Selflessness** – Holders of public office should act solely in terms of the public interest. They should not do so in order to gain financial or material benefits for themselves, their family or their friends.
- **Integrity** – Holders of public office should not place themselves under any financial or other obligation to outside individuals or organisations that might seek to influence them in the performance of their office.
- **Objectivity** – In carrying out public business, including making public appointments or recommending individuals for rewards and benefits, holders of public office should make choices based on merit alone.
- **Accountability** – Holders of public office are accountable for their decisions and actions to the public and must submit themselves to whatever scrutiny is appropriate to their office.
- **Openness** – Holders of public office should be as open as possible about all the decisions and actions that they take. They should give reasons for their decisions and restrict information only when the wider public interest clearly demands.
- **Honesty** – Holders of public office have a duty to declare any private interests relating to their public duties and to take steps to resolve any conflicts arising in a way that protects the public interest.
- **Leadership** – Holders of public office should promote and support these principles by leadership and example.

Appendix B

The NHS Core Principles

- The NHS provides a comprehensive service, available to all irrespective of gender, race, disability, age, sexual orientation, religion or belief
- Access to NHS services is based on clinical need, not an individual's ability to pay
- The NHS aspires to the highest standards of excellence and professionalism
- NHS services must reflect the needs and preferences of patients, their families and their carers
- The NHS works across organisational boundaries and in partnership with other organisations in the interest of patients, local communities and the wider population
- The NHS is committed to providing best value for taxpayers' money and the most effective, fair and sustainable use of finite resources
- The NHS is accountable to the public, communities and the patients it serves.

PART B

3 IDENTIFICATION OF STAKEHOLDERS

The table below should be used as a summary. List those involved in development, consultation, approval and ratification processes.

| Stakeholder | Level of involvement |
|---|---------------------------|
| Associate Director for Corporate Governance | Document author |
| Governors | Consulataion |
| Council of Governors | Approval and ratification |

4 REFERENCES, EVIDENCE BASE

The Trust's Constitution
The seven Nolan Principles of Public Life
The NHS Constitution

5 ASSOCIATED DOCUMENTATION (if relevant)

- The Role and Responsibilities of Governors (the governors' role description)
- Local Working Instructions for Meeting Etiquette (CG-0010)
- The Trust's Constitution, including those Annexes relating to members and governors

6 STANDARDS/KEY PERFORMANCE INDICATORS (if relevant)

All govenrors will have a signed copy of the Code of Conduct held on file by the Corporate Governance Team.

7. EQUALITY IMPACT

The Trust has a duty under the Equality Act 2010 to have due regard to the need to eliminate unlawful discrimination, advance equality of opportunity and foster good relations between people from different groups. Consideration must be given to any potential impacts that the application of this policy/procedure might have on these requirements and on the nine protected groups identified by the Act (age, disability, gender reassignment, marriage and civil partnership, pregnancy and maternity, race, religion and belief, gender and sexual orientation).

Declaration: The potential impacts on the application of this policy/procedure have been fully considered for all nine protected groups. Through this process I have not identified any potential negative impacts for any of the nine protected groups.

Print name: Cath Hill

Job title: Associate Director for Corporate Governance

Date: 12/05/2022

If any potential negative impacts are identified the Diversity Team must be contacted for advice and guidance: email; diversity.lypft@nhs.net.

CHECKLIST

To be completed and attached to any draft version of a procedural document when submitted to the appropriate group/committee to support its consideration and approval/ratification of the procedural document.

This checklist is part of the working papers.

| | Title of document being newly created / reviewed: | Yes / No/ |
|-----------|---|-----------|
| 1. | Title | |
| | Is the title clear and unambiguous? | Yes |
| | Is the procedural document in the correct format and style? | Yes |
| 2. | Development Process | |
| | Is there evidence of reasonable attempts to ensure relevant expertise has been used? | Yes |
| 3. | Content | |
| | Is the Purpose of the document clear? | Yes |
| 5. | Approval | |
| | Does the document identify which committee/group will approve it? | Yes |
| 6. | Equality Impact Assessment | |
| | Has the declaration been completed? | Yes |
| 7. | Review Date | |
| | Is the review date identified? | Yes |
| | Is the frequency of review identified and acceptable? | Yes |
| 8. | Overall Responsibility for the Document | |
| | Is it clear who will be responsible for co-ordinating the dissemination, implementation and review of the document? | Yes |

Name of the Chair of the Committee / Group approving

If you are assured this document meets requirements and that it will provide an essential element in ensuring a safe and effective workforce, please sign and date below and forward to the chair of the committee/group where it will be ratified.

| | | | |
|------|--------------------|------|-------------------|
| Name | <i>Sue Proctor</i> | Date | <i>9 May 2019</i> |
|------|--------------------|------|-------------------|

Name of the chair of the Group/Committee ratifying

If you are assured that the group or committee approving this procedural document have fulfilled its obligation please sign and date it and return to the procedural document author who will ensure the document is disseminated and uploaded onto Staffnet.

| | | | |
|------|------------------|------|-------------------|
| Name | <i>Cath Hill</i> | Date | <i>07/07/2022</i> |
|------|------------------|------|-------------------|