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**CODE OF CONDUCT FOR GOVERNORS**

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| 1. **Introduction** |

1. The purpose of this Code is to provide clear guidance on the standards of conduct and behaviour expected of all governors, both elected and appointed, serving on 2gether NHS Foundation Trust`s Council of Governors.

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| 1. **Code of Conduct** |

*As a member of the 2gether NHS Foundation Trust Council of Governors I will:*

* Actively support the vision and aims of the Trust and act in the best interests of the Trust at all times
* Support and assist the Chief Executive in the fulfilment of his duties as Accounting Officer of the Trust
* Contribute to the work of the Council of Governors in order to fulfil its role as defined in the Trust Constitution
* Recognise that, other than when attending meetings and events as a Governor, I have no rights or privileges over and above any other members of the Trust
* Keep my role as a Governor separate from any other relationship I may have with the Trust (for example as a service user or a carer) and not seek to use my position as a Governor for my own advantage or the advantage of friends and family
* Recognise that the Council of Governors has no managerial role within the Trust
* Respect the confidentiality of information I receive in my role as a Governor, and the confidentiality of fellow Governors, understanding that unauthorised disclosure of confidential information or disclosure of information that identifies another person without their permission represents a serious breach of this Code
* Act at all times with fairness, integrity, probity and objectivity
* Not accept any personal benefits from a third party by reason of being a Governor
* Attend a minimum of 4 out of 6 meetings of the Council of Governors each year and contribute to the work of the Council in order for it to fulfil its role as defined by the Trust's constitution
* Value and work constructively and collaboratively with fellow Governors, even when there are differences in opinion
* Seek to ensure that membership of the constituency I represent is properly informed and able to feed back its views to the Trust
* Refer any queries from members, the public or the media to the appropriate officer within the Trust. I understand that a ‘Signposting’ document is available to help me
* Represent my constituency, rather than any trade union, political party or other organisation I may have an affiliation to
* When reaching decisions consider any relevant advice given by a Director of the Trust and be willing to give the reasons for those decisions
* Uphold the Standards in Public Life (the Nolan principles – see section 3)
* Comply with the Trust’s Constitution and the Council of Governors’ Standing Orders
* Draw the attention of the Trust Chair or Trust Secretary to any possible breach of this Code of Conduct, Standing Orders or the Constitution.
* Discuss Trust matters on social media only in a personal capacity, making it clear (via a disclaimer) that my views are personal and not those of the Trust, and not commenting on or posting any material that is not publicly available, or which might damage the Trust’s reputation or otherwise bring it into disrepute.
* Seek advice from the Trust Secretary about any potential conflicts of interest in my role as a Governor, including approaches by external organisations to work with them on shared objectives.
* Undertake visits to Trust sites and facilities only as part of an agreed programme

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| 1. **Standards in Public Life (the Nolan principles)** |

* **Selflessness -** Holders of public office should take decisions solely in terms of the public interest. They should not do so in order to gain financial or other 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 influence them in the performance of their official duties.
* **Objectivity -** In carrying out public business, including making public appointments, awarding contracts, or recommending individuals for rewards and benefits, holders of public office should make choices on merit.
* **Accountability -** Holders of public office are accountable to the public for their decisions and actions 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.

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| 1. **Non-compliance with this Code of Conduct** |

1. Where matters of misconduct or non-compliance are alleged, the following process will be implemented.
2. Allegations which may constitute misconduct or non-compliance against this Code of Conduct may be received from any source.
3. Matters of alleged non-compliance and/or misconduct will be referred to a panel convened for the purpose and consisting of the Trust Chair, the Senior Independent Director and three Governors who will undertake a reasonable, fair and impartial investigation into the allegation and make a recommendation to the Council of Governors as to whether the allegation should be upheld, and what sanction may be appropriate.
4. The Trust Secretary shall notify the Governor concerned in writing of the details of the allegation, and invite the Governor to submit a written response to the panel within a defined timescale, in order to inform the panel’s recommendation to the Council of Governors.
5. A further invitation will be sent to the Governor inviting him/her to address the Council of Governors in person when the matter is considered. This invitation will be issued at least 28 days in advance of the Council of Governors meeting. Where the Council of Governors is likely to consider the removal of the Governor from office, the Governor may also submit written representations to the Council provided that these are received at least 10 days in advance of the Council meeting. Such submissions should be proper, non-defamatory and not excessive in length.
6. Where an allegation is upheld, the Council of Governors may impose such sanctions as may be deemed appropriate. Such sanctions may range from written warnings as to the Governor’s expected future conduct and consequences, to suspension of the Governor or (in the case of serious breaches of the Code of Conduct including serious cases of improper personal conduct or where there is improper personal conduct over a sustained period of time) removal of the Governor from office.
7. The Council of Governors may uphold an allegation of non-compliance with the Code of Conduct, and impose a sanction short of removal from office, by a simple majority of those present and voting.
8. However, a Governor may only be removed from office by agreement of three quarters of the Governors present at the Council of Governors meeting.
9. The decision of the Council of Governors will be final.

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| 1. **Declaration** |

I understand that as a Governor I am required to give an undertaking that I will comply with the provisions of this Code of Conduct. I understand that failure to give such an

undertaking, or failure to comply with this Code, may result in sanctions being applied by the Council of Governors which include written warnings about future conduct, suspension from office, or (in the case of serious breaches of the Code of Conduct including serious cases of improper personal conduct or where there is improper personal conduct over a sustained period of time) termination of office.

I understand that the Governors’ Code of Conduct will apply:

* When I conduct the business of the Council of Governors or the Trust, or
* When I act as a representative of the Council of Governors or the Trust, or
* If my actions in a personal capacity could reasonably be regarded as damaging to the reputation of the Council of Governors or the Trust

I agree to abide by the Code of Conduct for Governors.

Name: ……………………………………………………………….

Date: …………………………………………………………………

Signature: ……………………………………………………………