



Mersey Care
NHS Foundation Trust

Mersey Care NHS Foundation Trust

Governor Support in a Difficult Climate

Prof Joe Rafferty CBE – Chief Executive Officer

- Established in 2016
- The average size of a Council of Governors in England is 29, Mersey Care have 35 seats.
- The composition is as follows:
 - 10 Service User / Carer Governors
 - 10 Public Governors
 - 10 Staff Governors
 - 5 Appointed Governors
- Due to staggered terms of office, we hold elections to the Council of Governors annually.



Induction, Training, Development & Consultation

Induction

- **Mandatory** for all Governors
- 2 parts:
 - **Internal** Induction led by the Corporate Affairs Team
 - **Externally facilitated** Induction led by NHS Providers
- **Informal meeting with Chair, Rosie Cooper**

Annual & Additional Training

- **Annual training plan** in place for new and existing Governors
 - Divisions & Services
 - Finance & Performance
 - Quality
 - Strategy
- **Additional training** offered to Governors to assist in delivery of statutory duties such as:
 - Role of Governors in Mergers & Acquisitions
 - Non-Executive Recruitment Process
- External Training

Development & Consultation

- **Development Sessions** arranged on request for example:
 - Staffing levels and staff absenteeism
 - Integrated Care System and Board
- **Consultation Sessions** for example:
 - Operational planning
 - Quality priorities
- **Opportunities to learn from other Governors** (Mersey Care and beyond)
 - Joint training
 - Governor Pre-meets
 - Buddying
 - Lead Governor Network

More than half the members of the full Council of Governors must approve any application by the Trust to merge with or acquire another Trust.

- Governors have been involved in 3 acquisitions (significant transactions) since 2016
- The Council of Governors must satisfy itself that the Board has been thorough in reaching its proposal (due diligence) and that it has considered the view of members and public (consultation) in order to approve an acquisition.
- Learning over the past 8 years has increased the effectiveness and timeliness of the Council of Governors in making decisions in respect of acquisitions including:
 - Provision of training by legal experts
 - Providing a clear and robust rationale
 - Reflecting upon the level of information required
 - Providing every opportunity for challenge
 - Ensuring a timeline for decisions is in place



Holding Non-Executive Directors to Account

Whist Providing Support to the Trust

Provide Challenge

- Non-Executive Directors provide an update on their activities and on performance matters on a rotational basis at the Council of Governors.
- Governors direct their questions to our Non-Executive Directors.
- Governors act as representatives of the local community. They ensure that the Trust's decisions align with the interests of members and the public and challenge where they are not.
- Rather than offering unnecessary criticism, Governors focus on understanding the cause of issues and collaboratively finding solutions.

Offer Support

- Governors often provide support in areas such as law and estates, using their expertise to benefit the Trust.
- Where supported by evidence, Governors respect NEDs' expertise and trust their judgment.
- Governors are invited to all Board of Directors meetings held in public and are encouraged to attend to observe Non-Executive Directors working as part of a team.
- Governors provide an external viewpoint on matters.

Ensure the Right Balance

- During exceptionally challenging times (e.g., pandemic), Governors supported the Trust in avoiding unnecessary requests and deferring agenda items where appropriate to assist with workloads.
- Governors provided feedback on the levels and type of information they receive to ensure.
- Governors understand that whilst a question may be directed to a NED, where this is operational, an Executive colleague will be better placed to provide an answer.

- Governors are encouraged to undertake planned visits to services
- Three types of visits are arranged (by the Corporate Affairs Team for Governors):
 1. Topical – where Governors have raised a concern regarding a team or facility, a visit is arranged for a small group of Governors so that the issues can be explored in the place in question.
 2. Estates Developments – where a new facility has been developed and is near completion, group visits of Governors are arranged to allow a full tour of the premises prior to it becoming operational.
 3. Areas of Interest – where Governors have a particular interest in how a service operates, small group visits are arrangements to minimise impact.
- A report is provided to every Council of Governors meeting outlining any visits held in the reporting period.
- A quarterly briefing is provided by our Governors to the membership which includes a Governor's view of a service or facility visited.





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Thank you