

**C&I COUNCIL OF GOVERNORS: SUB-  
COMMITTEE & WORKING GROUP HANDBOOK**

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## 1. Introduction and purpose of the handbook

This handbook sets out the Council of Governors committee and working group structure, with their respective terms of reference, decision making powers, membership and, planned dates of future meetings. This handbook will be updated annually by the corporate governance team and approved by the Council of Governors.

## 2. Committee overview

The table below provides a summary overview of the roles of each of the committees and working groups reporting to the Council of Governors:

Board sub-committee/working group	Role of the committee/working group
The Council of Governors Steering Committee	<ul style="list-style-type: none"> <li>To oversee the scheduling, agendas and appropriate arrangements for Council of Governor meetings, committees and working groups; and</li> <li>To foster sustainable engagement in a range of activities between all Governors and the Board of Directors.</li> </ul>
Nominations and Remuneration Committee	<ul style="list-style-type: none"> <li>To make recommendations to the Council of Governors on the appointment, re-appointment or removal of the Chair and the other Non-Executive Directors;</li> <li>To make recommendations to the Council of Governors on the approval of the appointment of the Chief Executive; and</li> <li>To recommend to the Council of Governors the level of remuneration and expenses, and other terms and conditions of office of the Chair and the other Non-Executive Directors.</li> </ul>
Service User and Staff Experience and Quality Working Group	<ul style="list-style-type: none"> <li>To identify key issues it wishes to address related to service users and staff experience, and the quality of the work the Trust, and to make recommendations for improvement to the Council of Governors and Trust arising out of its investigations</li> </ul>

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St Pancras Hospital Site Development Working Group	<ul style="list-style-type: none"> <li>To lead the work of the Council of Governors in its engagement in the development of the St Pancras site.</li> </ul>
Finance & Business Planning Working Group	<ul style="list-style-type: none"> <li>To identify key issues it wishes to address with regards to the Trust finances and business planning and to make recommendations to the Council of Governors and Trust arising out of its investigations;</li> <li>To lead on behalf of the Council of Governors on the examination of significant transactions; to lead on appointment of Trust Auditors and to scrutinise the strategic planning of the Trust.</li> </ul>
Trust Membership Working Group	<ul style="list-style-type: none"> <li>To advise and support the work of the Trust in increasing Trust membership and improving membership engagement.</li> </ul>

### 3. Committee and working group terms of reference and governance principles

#### Terms of reference

The following pages provide summary terms of reference for each of Council of Governors' sub-committees and working groups covering:

- Role of the committee or working group;
- Definitions;
- Duties of the committee or working group;
- Membership;
- Quorum;
- Frequency of meetings;
- Reporting responsibilities;
- Other relevant matters.

## Governance principles

Following the terms of reference for each committee and group, a number of working and operational principles that apply to all committees are detailed including:

- Membership;
- Authority delegated to the committee;
- Secretarial support;
- Notice of meetings;
- Minutes of meetings;
- Annual Members' meeting requirements; and
- Monitoring and review requirements.

## 4. The Council Steering Committee terms of reference

### STEERING COMMITTEE

#### STEERING COMMITTEE: CHAIR, DAVID BARRY, LEAD GOVERNOR

##### Role

The role of the Steering Committee is to:

- Oversee the scheduling, agendas and appropriate arrangements for Council of Governor meetings, committees and working groups; and
- Foster sustainable engagement in a range of activities between all Governors and the Board of Directors.

##### Definitions

"the Committee"	the Council of Governors Steering Committee
"the Trust"	C&I NHS Foundation Trust
"the Board"	the Trust's Board of Directors
"the Governors"	the Trust's Council of Governors

##### Duties

The Committee shall:

- Advise the Chair on setting the agenda for Council of Governors general meetings, including the order of business and any constitutional amendments;
- Advise on arrangements for the Annual Members Meeting;
- Oversee the scheduling of Governor meetings, including general meetings, committees and working groups;
- Advise on communication between the Council of Governors and the Board of Directors, including arrangements for joint seminars; and
- Foster sustainable engagement in a range of activities between the Governors with the Board of Directors.
- Consider and make recommendations to the Council of Governors on service improvement proposals relating to the service improvement budget for Governors.

##### Membership

The committee shall be made up of:

- Lead Governor (Committee chair) and 4 other Governors representing the Service User, Public, Staff and Nominated

##### Core Attendees

There are no other core attendees.

Other individuals may be invited to attend all or any part of its meetings at

<p>constituencies duly elected by alternative voting by the Council of Governors:</p> <ul style="list-style-type: none"> <li>• The Trust Chair;</li> <li>• The Chief Executive; and</li> <li>• The Senior Independent Director.</li> </ul> <p>In the absence of the Lead Governor, the remaining members present shall elect one of themselves to chair the meeting.</p>	<p>the discretion of the committee chair.</p>
<p><b>Quorum</b></p>	<p><b>Frequency</b></p>
<p>The quorum necessary for the transaction of business shall be <b>four members</b> to include at least two Governors. A duly convened meeting of the Committee at which a quorum is present shall be competent to exercise all or any of the authorities, powers and discretions vested in or exercisable by the Committee.</p>	<p>Under normal circumstances, the Committee will meet at least four times a year and otherwise as required.</p> <p>Committee meetings should be scheduled at appropriate times in advance of the Council of Governor meetings.</p>
<p><b>Reporting responsibilities</b></p>	
<p>The Committee will report:</p> <ul style="list-style-type: none"> <li>• To the Council of Governors; and</li> <li>• Such matters to the Chief Executive as it feels appropriate.</li> </ul>	
<p><b>Other relevant matters</b></p>	
<p>The Committee should:</p> <ul style="list-style-type: none"> <li>• Have access to sufficient resources in order to carry out its duties, including access to the Trust secretariat for assistance as required;</li> <li>• Be provided with appropriate and timely training, both in the form of an induction programme for new members and on an on-going basis for all members;</li> <li>• Give due consideration to laws and regulations, the Trust's Standing Financial Instructions (SFIs) and other policies, and the provisions of the <i>NHS Foundation Trust Code of Governance</i>;</li> </ul>	



## 5. The Nominations and Remuneration Committee terms of reference

### NOMINATIONS AND REMUNERATION COMMITTEE

#### NOMINATIONS AND REMUNERATION COMMITTEE: CHAIR TBA

##### Role

The role of the Council of Governors' Nominations and Remuneration Committee is to:

- Make recommendations to the Council of Governors on the appointment, re-appointment or removal of the Chair and the other Non-Executive Directors;
- Make recommendations to the Council of Governors on the approval of the appointment of the Chief Executive; and
- Recommend to the Council of Governors the level of remuneration and expenses and the other terms and conditions of office of the Chair and Non-Executive Directors.

##### Definitions

"the Committee"	the Governors' Nominations and Remuneration Committee
"the Trust"	C&I NHS Foundation Trust
"the Board"	the Trust's Board of Directors
"the Governors"	the Trust's Council of Governors

##### Conflicts of interest

The chair of the Trust, or any Non-Executive Director present at committee meetings, will withdraw from discussions concerning their own re-appointment, remuneration or terms of service.

##### Duties – Nomination role

The Committee will:

- Periodically review the balance of skills, knowledge, experience and diversity of the Non-Executive Directors and, having regard to the views of the Board of Directors and relevant guidance on board composition, make recommendations to the Council of Governors with regard to the outcome of the review;
- Review the results of the Board of Directors' performance evaluation process that relate to the composition of the Board of Directors;
- Review annually the time commitment requirement for Non-Executive Directors;
- Give consideration to succession planning for Non-Executive Directors, taking into account the challenges and opportunities facing the Trust and the skills and expertise

needed on the Board of Directors in the future;

- Make recommendations to the Council of Governors concerning plans for succession, particularly for the key role of chair and Senior Independent Director;
- Keep the leadership needs of the Trust under review at Non-Executive level to ensure the continued ability of the Trust to operate effectively in the health economy;
- Keep up to date and fully informed about strategic issues and commercial changes affecting the Trust and the environment in which it operates;
- Agree with the Council of Governors a clear process for the nomination of a Non-Executive Director;
- Take into account the views of the Board of Directors on the qualifications, skills and experience required for each position;
- For each appointment of a Non-Executive Director, prepare a description of the role and capabilities and expected time commitment required;
- Ensure there are a majority of Governors on the interview panels when recruiting a new Chair, and/or Non-Executive Director;
- Identify and nominate suitable candidates to fill vacant posts within the Committee's remit, for appointment by the Council of Governors. In identifying suitable candidates the Committee shall;
- Use open advertising or the services of external advisers to facilitate the search;
- Consider candidates from a wide range of backgrounds; and
- Consider candidates on merit and against objective criteria, taking care that appointees have enough time available to devote to the position.
- Ensure that a proposed Non-Executive Director's other significant commitments are disclosed to the Council of Governors before appointment and that any changes to their commitments are reported to the Council of Governors as they arise;
- Ensure that proposed appointees disclose any business interests that may result in a conflict of interest prior to appointment and that any future business interests that could result in a conflict of interest are reported;
- Ensure that on appointment Non-Executive Directors receive a formal letter of appointment setting out clearly what is expected of them in terms of time commitment, committee service and involvement outside Board of Director meetings;
- Advise the Council of Governors in respect of the re-appointment of any Non-Executive Director. Any term beyond six years must be subject to a particularly rigorous review;

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- Advise the Council of Governors in regard to any matters relating to the removal of office of a Non-Executive Director including the Chair;
- Consult with the Board of Directors and make recommendations to the Council of Governors on the appropriate process for evaluating the performance of the Chair;

Make recommendations to the Council of Governors concerning:

- Any proposals for the position of Deputy Chair, where appropriate, with due regard for the opinions of the Board of Directors;
- Any matters relating to the continuation in office of any Non-Executive Director at any time including suspension or termination of service;
- The Committee will ensure that the full range of eligibility checks have been performed and references taken and found to be satisfactory.

### Duties – Remuneration role

The Committee will:

- Recommend to the Council of Governors a remuneration and terms of service policy for Non-Executive Directors, taking into account the views of the Trust Chair (except in respect of his/her own remuneration and terms of service) and the chief executive and any external advisers;
- In accordance with all relevant laws and regulations, recommend to the Council of Governors the remuneration and allowances, and the other terms and conditions of office, of the Non-Executive Directors;
- Agree the process and receive and evaluate reports about the performance of individual Non-Executive Directors and consider this evaluation when reviewing remuneration levels;
- In adhering to all relevant laws and regulations establish levels of remuneration which:
- Are sufficient to attract, retain and motivate Non-Executive Directors of the quality and with the skills and experience required to lead the Trust successfully, without paying more than is necessary for this purpose, and at a level which is affordable for the Trust;
- Reflect the time commitment and responsibilities of the roles;
- Take into account appropriate benchmarking and market-testing, while ensuring that increases are not made where trust or individual performance do not justify them; and
- Be sensitive to pay and employment conditions elsewhere in the Trust; and
- Ensure that contractual terms on termination, and any payments made, are fair to the individual and the Trust, aligned with the interests of the patients, that failure is not rewarded and that the duty to mitigate loss is fully recognised.

Membership		Core Attendees (by invitation)	
<p>The committee shall be made up of;</p> <ul style="list-style-type: none"> <li>• 4 Governors, duly elected by the Council of Governors;</li> <li>• 2 Non-Executive Directors (to include the Trust Chair).</li> </ul>	<p>The following Trust officers may be invited to attend meetings:</p> <ul style="list-style-type: none"> <li>• Chief Executive;</li> <li>• Associate Director of Human Resources &amp; Organisational Development;</li> <li>• Trust Secretary.</li> </ul>		
Quorum		Frequency	
<p>The quorum necessary for the transaction of business shall be <b>three members. For remuneration business this will be three Governors and for nominations business this will be one Non-Executive Director and two Governors</b> (subject to any conflict of interest). A duly convened meeting of the Committee at which a quorum is present shall be competent to exercise all or any of the authorities, powers and discretions vested in or exercisable by the Committee.</p>	<p>Under normal circumstances, the Committee will meet at least twice a year and otherwise as required.</p>		
Reporting responsibilities			
<p>The Committee will:</p> <ul style="list-style-type: none"> <li>• Report formally to the Council of Governors on its proceedings after each meeting on all matters within its duties and responsibilities.</li> <li>• Make whatever recommendations to the Council of Governors it deems appropriate on any matter within its remit where action or improvement is needed;</li> <li>• Make a statement in the annual report about its activities, the process followed in making appointments and reviewing remuneration and advise whether or not external advice was used;</li> <li>• Make available upon request, in a format they deem appropriate, information regarding the attendance of all members at Committee meetings.</li> </ul>			
Other relevant matters			
<p>The Committee should:</p> <ul style="list-style-type: none"> <li>• Have access to sufficient resources in order to carry out its duties, including access to the Trust secretariat for assistance as required;</li> </ul>			

- Be provided with appropriate and timely training, both in the form of an induction programme for new members and on an on-going basis for all members;
- Give due consideration to laws and regulations, and the provisions of the *NHS Foundation Trust Code of Governance*.

## 6. The Service User and Staff Experience and Quality Working Group terms of reference

### SERVICE USER AND STAFF EXPERIENCE AND QUALITY WORKING GROUP

#### SERVICE USER AND STAFF EXPERIENCE AND QUALITY WORKING GROUP: CHAIR, NADIA Du PLESSIS

##### Role

The role of the Service User and Staff Experience working group is to:

- Identify key issues it wishes to address related to service users and staff experience, and the quality of the work the Trust, and to make recommendations for improvement to the Council of Governors and Trust arising out of its investigations.

##### Definitions

“the Group” group	the Governors Service User and Staff Experience working group
“the Trust”	C&I NHS Foundation Trust
“the Board”	the Trust’s Board of Directors
“the Governors”	the Trust’s Council of Governors

##### Duties

The duties of the Working Group are to progress the three identified priorities of the group in relation to service user and staff experience and quality, and report back to the Council of Governors on their work.

##### Membership

The Group shall be made up of up to eight Governors and up to two Non-Executive Directors.

##### Core Attendees

- There are no core attendees but other Trust officers may attend part or all of any meeting if invited to do so by the chair of the group.

##### Quorum

The quorum necessary for the transaction of business shall be **three members**. A duly convened meeting of the Group at which a quorum is present shall be competent to exercise

##### Frequency

Under normal circumstances, the Group will meet at least four times a year and otherwise as required. Group meetings should be scheduled at appropriate times in advance of the

<p>all or any of the authorities, powers and discretions vested in or exercisable by the Group.</p>	<p>Council of Governor meetings.</p>
<p><b>Reporting responsibilities</b></p>	
<p>The Group will report back to the Council of Governors at each general meeting (quarterly).</p>	
<p>The Group is a Working Group established by the Council of Governors for the sole purpose of allowing detailed consideration of the issues specified in the 'role' section of these terms of reference, and has no delegated powers.</p>	
<p><b>Other relevant matters</b></p>	
<p>The Group should:</p> <ul style="list-style-type: none"> <li>• Have access to sufficient resources in order to carry out its duties, including access to the Trust secretariat for assistance as required;</li> <li>• Be provided with appropriate and timely training, both in the form of an induction programme for new members and on an on-going basis for all members;</li> <li>• Give due consideration to laws and regulations, and the provisions of the <i>NHS Foundation Trust Code of Governance</i>.</li> </ul>	

## 7. The St Pancras Hospital site development terms of reference

### ST PANCRAS HOSPITAL SITE DEVELOPMENT WORKING GROUP

#### ST PANCRAS HOSPITAL SITE DEVELOPMENT WORKING GROUP: CHAIR, MARTHA WISEMAN

##### Role

The role of the St Pancras site development working group is to:

- To lead the work of the Council of Governors in its engagement in the development of the St Pancras site.

##### Definitions

"the Group"	the Governors St Pancras site working group
"the Trust"	C&I NHS Foundation Trust
"the Board"	the Trust's Board of Directors
"the Governors"	the Trust's Council of Governors

##### Duties

The duties of the Working Group are to progress the three identified priorities of the group in relation to the planning of the St Pancras Hospital site development, and report back to the Council of Governors on their work.

##### Membership

The Group shall be made up of up to six Governors and up to two Non-Executive Directors

##### Core Attendees

The following Trust officers will normally attend all meetings:

- Chief Executive

##### Quorum

The quorum necessary for the transaction of business shall be **three members**. A duly convened meeting of the Group at which a quorum is present shall be competent to exercise all or any of the authorities, powers and discretions vested in or exercisable by the Group.

##### Frequency

Under normal circumstances, the Group will meet at least four times a year and otherwise as required.

Group meetings should be scheduled at appropriate times in advance of the Council of Governor meetings.



### Reporting responsibilities

The Group will report back to the Council of Governors at each general meeting (quarterly).

The Group is a Working Group established by the Council of Governors for the sole purpose of allowing detailed consideration of the issues specified in the 'role' section of these terms of reference, and has no delegated powers.

### Other relevant matters

The Group should:

- Have access to sufficient resources in order to carry out its duties, including access to the Trust secretariat for assistance as required;
- Be provided with appropriate and timely training, both in the form of an induction programme for new members and on an on-going basis for all members;
- Give due consideration to laws and regulations, and the provisions of the *NHS Foundation Trust Code of Governance*.

## 8. The Finance and Business Planning terms of reference

### FINANCE AND BUSINESS PLANNING WORKING GROUP

#### FINANCE AND BUSINESS PLANNING: CHAIR, TBA

##### Role

The role of the Finance and Business Planning working group is to:

- Identify key issues it wishes to address with regards to the Trust finances and business planning and to make recommendations to the Council of Governors and Trust arising out of its investigations;
- Lead on behalf of the Council of Governors on the examination of significant transactions; to lead on appointment of Trust Auditors and to scrutinise the strategic planning of the Trust.

##### Definitions

"the Committee"	the Governors Finance and Planning working group
"the Trust"	C&I NHS Foundation Trust
"the Board"	the Trust's Board of Directors
"the Governors"	the Trust's Council of Governors

##### Duties

The duties of the Working Group are to progress the three identified priorities of the group in relation to Trust finances and business planning processes, and report back to the Council of Governors on their work.

##### Membership

The Group shall be made up of up to six Governors and up to two Non-Executive Directors.

##### Core Attendees

The following Trust officers will normally attend all meetings:

- Director of Finance or his nominated deputy.

##### Quorum

The quorum necessary for the transaction of business shall be **three members**. A duly convened meeting of the Group at which a quorum is present shall be competent to exercise all or any of the authorities, powers

##### Frequency

Under normal circumstances, the Group will meet at least four times a year and otherwise as required. Group meetings should be scheduled at appropriate times in advance of the Council of Governor meetings.

<p>and discretions vested in or exercisable by the Group.</p>	
<p><b>Reporting responsibilities</b></p>	
<p>The Group will report back to the Council of Governors at each general meeting (quarterly).</p>	
<p>The Group is a Working Group established by the Council of Governors for the sole purpose of allowing detailed consideration of the issues specified in the 'role' section of these terms of reference, and has no delegated powers.</p>	
<p><b>Other relevant matters</b></p>	
<p>The Group should:</p> <ul style="list-style-type: none"> <li>• Have access to sufficient resources in order to carry out its duties, including access to the Trust secretariat for assistance as required;</li> <li>• Be provided with appropriate and timely training, both in the form of an induction programme for new members and on an on-going basis for all members;</li> <li>• Give due consideration to laws and regulations, and the provisions of the <i>NHS Foundation Trust Code of Governance</i>.</li> </ul>	

## 9. The Trust Membership terms of reference

### TRUST MEMBERSHIP WORKING GROUP

#### TRUST MEMBERSHIP WORKING GROUP: CHAIR, PROFESSOR WENDY SAVAGE

##### Role

The role of the Trust Membership working group is to:

- Advise and support the work of the Trust in increasing Trust membership and improving membership engagement.

##### Definitions

"the Committee"	the Governors Membership working group
"the Trust"	C&I NHS Foundation Trust
"the Board"	the Trust's Board of Directors
"the Governors"	the Trust's Council of Governors

##### Duties

The duties of the Working Group are to progress the three identified priorities of the group in relation to Trust Membership, and report back to the Council of Governors on their work.

##### Membership

The Group shall be made up of up to six Governors and up to two Non-Executive Directors.

##### Core Attendees

The following Trust officers will normally attend all meetings:

- Membership Project Manager

##### Quorum

The quorum necessary for the transaction of business shall be **three members**. A duly convened meeting of the Group at which a quorum is present shall be competent to exercise all or any of the authorities, powers and discretions vested in or exercisable by the Group.

##### Frequency

Under normal circumstances, the Group will meet at least four times a year and otherwise as required.

Group meetings should be scheduled at appropriate times in advance of the Council of Governor meetings.

##### Reporting responsibilities

The Group will report back to the Council of Governors at each general meeting

(quarterly).

The Group is a Working Group established by the Council of Governors for the sole purpose of allowing detailed consideration of the issues specified in the 'role' section of these terms of reference, and has no delegated powers.

### Other relevant matters

The Group should:

- Have access to sufficient resources in order to carry out its duties, including access to the Trust secretariat for assistance as required;
- Be provided with appropriate and timely training, both in the form of an induction programme for new members and on an on-going basis for all members;
- Give due consideration to laws and regulations, and the provisions of the *NHS Foundation Trust Code of Governance*.

## 10. Governance principles

### GOVERNANCE PRINCIPLES

#### Committee working and governance principles that apply to all Council of Governors' Committees and Working Groups

<p>Membership and attendance requirements for Council Committees and Working Groups</p>	<p>Members are appointed from and by the Council.</p> <p>Group chairs will be appointed by the respective Committee or Group. In the absence of the appointed chair, the other members will appoint someone from those present to chair the meeting.</p> <p>All Working Groups will have at least one Non-Executive Director as a member.</p> <p>Members may not appoint a deputy to represent them at a meeting.</p> <p>Only members of the Committee or Group have the right to attend meetings.</p> <p>The Trust Chair may attend any Group meeting.</p> <p>Members should attend all meetings. The secretary will keep a register of attendance which will be published in the Council of Governors Annual Report to the membership of the Trust each year.</p> <p>Members conflicted on any aspect of an agenda presented to the Group, shall declare their conflict and withdraw from discussions.</p>
<p>Core attendees</p>	<p>Core attendees are those who are normally expected to attend meetings or if specified, by invitation of the Committee or Working Group Chair</p>
<p>Authority delegated to the Committee or Working Group</p>	<p>Committees established by the Council of Governors are constituted as standing Committees and are authorised by the Council of Governors to act within their approved terms of reference.</p> <p>Working Groups are established by the Council of Governors for the sole purpose of allowing detailed consideration of the issues specified in the 'role' section</p>

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	of the terms of reference, and have no delegated powers.
Secretarial support	The secretarial support to each Committee and Working Group will be approved and nominated by the Trust Secretary.
Notice of meetings	Unless otherwise agreed, notice of each meeting confirming the venue, time and date together with an agenda of items to be discussed and supporting papers shall be distributed to members and those in attendance not less than 5 clear working days in advance of the meetings.
Minutes of meetings	<p>The secretary shall minute the proceedings of all meetings of the Group including recording the names of those present and in attendance.</p> <p>Members and those present should declare any interests and any potential conflicts of interest at the start of each meeting.</p> <p>Minutes will be in the form of key points discussed and action notes and shall be circulated promptly to all members of the respective Committee or Working Group and, once approved, provided to the Council.</p>
Annual Members' meeting requirements	The chair of the Committee or Working Group will normally attend the Annual Members' Meeting and be prepared to respond to any members' questions on the Committee or Group's activities.
Reporting responsibilities	<p>The approved minutes of each Committee meeting will go to the next general meeting of the Council. The Committee chair will be expected to bring any relevant issues to the Council's attention.</p> <p>The Chair of each Working Group will provide a brief summary report to each general meeting of the Council on the Group's progress against their 3 priority areas of focus.</p>
Monitoring and review requirements	The Council will monitor the effectiveness of each Committee and Working Group through receipt of minutes and a brief written report from the chair of each Working Group to each general meeting of the Council.

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	<p>The performance of each Committee and Working Group against its terms of reference and priority objectives will be the subject of an annual report to the Council, submitted in the first quarter of the following financial year. This will contribute to an overarching annual report to the membership of the Trust of the Council's activity and achievements for the year.</p> <p>The priorities and terms of reference will be reviewed annually alongside preparation of the annual report unless the need for a more frequent review should arise.</p>
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## APPENDIX 1

### Summary of Governor Sub-Committee and Working Group membership

#### Council of Governors' Steering Committee

Members	<p>Mr David Barry, Lead Governor (Committee Chair)          Ms Leisha Fullick, Trust Chair          Professor Wendy Savage, Islington Public Governor          Ms Diana Brown, Staff Governor          Mr Alasdair McDougall, Service User Governor          Mr Gareth Pountain, Nominated Governor          Ms Wendy Wallace, Chief Executive          Ms Sarah Charles, Senior Independent Director</p>
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#### Council of Governors' Nominations and Remuneration Committee

Members	<p>Leisha Fullick, Trust Chair          Sarah Charles, Senior Independent Director          Professor Wendy Savage, Islington Public Governor          Mr David Barry, Islington Public Governor (Lead Governor)          Ms Ruth Appleton, Camden Public Governor          Dr Zaheer Afridi, Camden Public Governor</p>
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#### Service User and Staff Experience and Quality Working Group

Members	<p>Ms Nadia Du Plessis, Staff Governor (Group Chair)          Mr Richard Fletcher, Service User Governor          Ms Ruth Appleton, Camden Public Governor          Mr Mohamed Ismail Ibrahim, Service User Governor          Mr Alasdair Macdougall, Service User Governor          Ms Saira Nawaz, North Central London Public Governor          Ms Brenda Williams, Service User Governor          Ms Sarah Charles, Senior Independent Director          Dr Sue Goss, Non-Executive Director</p>
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#### St Pancras Hospital Site Development Working Group

Members	<p>Ms Martha Wiseman, Islington Public Governor (Group Chair)          Mr David Barry, Lead Governor          Mr Jean Kaseki, Nominated Governor          Mr Henry Okereafor, Islington Public Governor          Ms Monika Schwartz, Islington Public Governor          Ms Kathryn Southworth, Camden Public Governor (Group Deputy Chair)          Ms Cha Patel, Non-Executive Director</p>
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### Finance and Business Planning Working Group

Members	Dr Zaheer Afridi, Camden Public Governor Ms Diana Brown, Staff Governor Dr Angela Hassiotis, Nominated Governor Ms Lucy McLean, Staff governor Mr Gareth Pountain, Nominated Governor Ms Natasha Sloman, Staff Governor Mr Richard Brooman, Non-Executive Director
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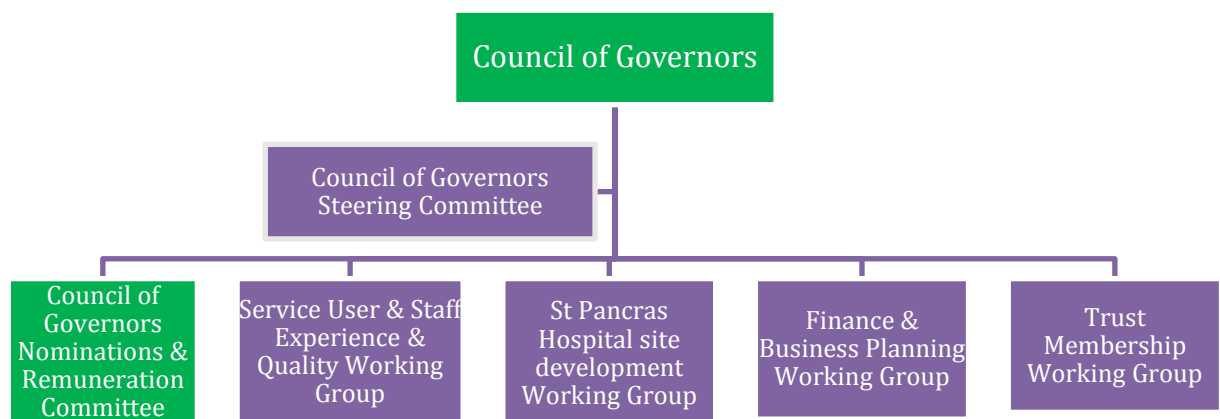
### Trust Membership Working Group

Members	Mr Shahnewaz Ahmed, Camden Public Governor Ms Maureen Brewster, Nominated Governor Professor Wendy Savage, Islington Public Governor Ms Mala Wikeweera, Camden Public Governor Ms Angela Harvey, Non-Executive Director
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## APPENDIX 2 SCHEDULE OF MEETINGS FOR 2014

Committee/ Working Group	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec
Council of Governors General Meetings		11 <sup>th</sup> 5.00			13 <sup>th</sup> 5.00				2 <sup>nd</sup> 5.00			2 <sup>nd</sup> 5.00
Council of Governors & Board of Directors Joint Meetings			27 <sup>th</sup> 5.30						25 <sup>th</sup> 5.30			
Steering Committee	8 <sup>th</sup> 5.00			9 <sup>th</sup> 5.00			30 <sup>th</sup> 5.00			22 <sup>nd</sup> 5.00		
Nominations Committee	8 <sup>th</sup> 2.30											
Nominations & Remuneration Committee				9 <sup>th</sup> 2.30			30 <sup>th</sup> 2.30			22 <sup>nd</sup> 2.30		
Service User & Staff Experience & Quality Working Group			20 <sup>th</sup> 5.00				15 <sup>th</sup> 5.00			7 <sup>th</sup> 5.00		
St Pancras Hospital site Development Working Group			17 <sup>th</sup> 5.00				14 <sup>th</sup> 5.00			27 <sup>th</sup> 5.00		
Finance & Business Planning Working Group			20 <sup>th</sup> 5.00				15 <sup>th</sup> 5.00			14 <sup>th</sup> 5.00		
Trust Membership Working Group			13 <sup>th</sup> 6.30				10 <sup>th</sup> 5.30			2 <sup>nd</sup> 5.30		

**APPENDIX 3**  
**GOVERNOR SUB-COMMITTEE AND WORKING GROUP STRUCTURE**



**Key:**

Statutory Committee

Locally determined Committee/Working Group

**APPENDIX 4**  
**WORKING GROUP REPORT TEMPLATE**

The Chair of each working group should provide a brief progress report to each Council meeting using the template below:

<b>Report to the Council of Governors</b>	
<b>Date of Council meeting:</b>	
<b>Report of:</b>	<b>Insert details of Group Chair</b>
<b>Name of working group</b>	
<b>Agreed objectives of the Working Group:</b> 1. 2. 3.	
<b>Date of working group meeting:</b>	
<b>Summary of the last meeting and progress against agreed objectives</b>	
<b>Insert summary here</b>	