# INTRODUCTION

Public service values are and must remain at the heart of the National Health Service. High standards of corporate and personal conduct based on a recognition that patients come first, have been a requirement throughout the NHS since its inception. Moreover, since the NHS is publicly funded, it must be accountable to Parliament for the services it provides and for the effective and economical use of those public funds.

As an NHS Foundation Trust, The Medway NHS Foundation Trust is required by its Terms of Authorisation to comply with the principles of best practice applicable to corporate governance in the NHS/Health Sector and with any relevant code of practice.

The expectations of the NHS in respect of standards of corporate conduct are set out in guidance issued by the Department of Health and in a Code of Conduct and Code of Accountability in the NHS issued by the Department of Health. This Code is consistent with that guidance.

This Code of Conduct applies to all Governors.

# PUBLIC SERVICE VALUES

All Governors and employees are expected to abide by the Nolan principles of: selflessness, integrity, objectivity, accountability, honesty, transparency and leadership:

|  |
| --- |
| Selflessness Holders of public office should take decisions solely in terms of public interest. They should not do so in order to gain financial or other material benefits for themselves, their family, or 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 their 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 the 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 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 the public office should promote and support these principles by leadership and example. |

# GENERAL PRINCIPLES

Public service values matter in the NHS and those who work in it have a duty to conduct NHS business with probity. They have a responsibility to respond to staff, patients and suppliers impartially, to achieve value for money from the public funds with which they are entrusted and to demonstrate high ethical standards of personal conduct. The success of this Code depends on a vigorous and visible example from the Trust Board and the consequential influence on the behaviour of all those who work within the Trust. The Board accepts its clear responsibility for corporate standards of conduct and expects that this Code will inform and govern the decisions and conduct of all Board directors.

## Openness and Public Responsibilities

Health needs and patterns of provision of health care do not stand still. There should be a willingness to be open with the public, patients and with staff as the need for change emerges. It is a requirement that major changes are consulted upon before decisions are reached. Information supporting those decisions should be made available, in a way that is understandable, and positive responses should be given to reasonable requests for information and in accordance with the Freedom of Information Act 2000 and other applicable legislation.

NHS business should be conducted in a way that is socially responsible. As a large employer in the local community, the Trust should forge an open and positive relationship with the local community and should work with staff and partners to set out a vision for the organisation in line with the expectations of patients, members and the public. The Trust will seek to demonstrate to the public that it is concerned with the wider health of the population including the impact of the Trust’s activities on the environment.

The Trust has adopted policies and procedures to protect confidentiality of personal Information and to ensure compliance with the Data Protection Act, the

Freedom of Information Act and other relevant legislation which will be followed at all times by Governors and all staff.

## Public Service Values in Management

It is unacceptable for the Governors and board of any NHS organisation, or any individual within the organisation for which the board is responsible, to ignore public service values in achieving results. Members of the Board and have a duty to ensure that public funds are properly safeguarded and that at all times the Board conducts its business as economically, efficiently and effectively as possible - as required by statute.

Accounting, tendering and employment practices within the Trust must therefore reflect the highest professional standards. Public statements and reports issued by or on behalf of the Board should be clear, comprehensive and balanced, and should fully represent the facts. Annual and other key reports should be issued in good time to all individuals and groups in the community who have a legitimate interest in health issues to allow full consideration by those wishing to attend public meetings on local health issues.

The standards of conduct expected by the Trust are set out in the Trusts Standing Orders, Scheme of Reservation and Delegation and the Standing Financial Instructions which will be followed by Board directors, Governors and all staff.

## Public Business and Private Gain

The Governors should act impartially and should not be influenced by social or business relationships. None should use their public position to further their private interests. Where there is a potential for private interests to be material and relevant to NHS business, the relevant interests should be declared and recorded in the Board minutes, and entered into a register which is available to the public. When a conflict of interest is established, the board director should withdraw and play no part in the relevant discussion or decision.

The Constitution defines those interests which must be declared by Governors. In addition, the Board has adopted Standing Orders for the conduct of Board business and a policy on Conflicts of Interest which will be followed at all times by Governors, board and all staff.

## Hospitality and Other Expenditure

The Board will set an example in the use of public funds and the need for good value in incurring public expenditure. The use of NHS monies for hospitality and entertainment, including hospitality at conferences or seminars, will be carefully considered. All expenditure on these items should be capable of justification as reasonable in the light of the general practice in the public sector. The Board is conscious of the fact that expenditure on hospitality or entertainment is the responsibility of management and is open to be challenged by the internal and external auditors and that ill-considered actions can damage respect for the NHS in the eyes of the community.

The Board has adopted a policy on Conflicts of Interest which will be followed at all times by Board directors, Governors and all staff.

## Relations with Suppliers

The Board acknowledges the need for an explicit procedure for the declaration of hospitality and sponsorship offered by, for example, suppliers. Their authorisation should be carefully considered and the decision should be recorded. The Board is mindful of the risks in incurring obligations to suppliers at any stage of a contracting relationship. Suppliers should be selected on the basis of quality, suitability, reliability and value for money.

The Board has adopted Standing Financial Instructions and the acceptance of gifts and hospitality protocols are set out in the Conflicts of Interest Policy which will be followed at all times by Board directors and all staff.

## Staff

The Board acknowledges that staff must have a proper and widely publicised procedure for voicing complaints or concerns about maladministration, malpractice, breaches of this code and other concerns of an ethical nature.

The Board affirms that:

* staff who have concerns should raise these reasonably and responsibly with the right parties as identified by the Trust;
* the Trust gives a clear commitment that staff concerns will be taken seriously and investigated;
* the Trust gives an unequivocal guarantee that staff who raise concerns responsibly and reasonably in accordance with its policies will be protected against victimisation.

The Board has adopted a Whistleblowing Policy on raising matters of concern which will be followed at all times by Board directors and all staff.

# CODE PROVISIONS

**Governors must:**

* Act in the best interests of the Trust and adhere to its values and this Code of Conduct.
* Respect others and treat them with dignity and fairness.
* Seek to ensure that no one is unlawfully discriminated against because of their religion, belief, race, colour, gender, marital status, disability, sexual orientation, age, social and economic status or national origin.
* Promote equal opportunities and social inclusion.
* Be honest and act with integrity and probity.
* Contribute to the workings of the Board of Directors in order for it to fulfil its role and functions.
* Recognise that the Board of Directors is collectively responsible for the exercise of its powers and the performance of the Trust, but raise concerns about the running of the Trust or a proposed action where appropriate.
* Recognise the differing roles of the Chairman, Senior Independent Director, Chief Executive, Executive Directors, Non-Executive Directors and Governors.
* To commit to attend all meetings unless prior agreement has been approved by the Chair.
* Adhere to good practice in respect of the conduct of meetings and respect the views of others and behave accordingly to the Nolan Principles.
* Take and consider advice on issues where appropriate.
* Acknowledge the responsibility of the Council of Governors to represent the interests of the Trust’s members and partner organisations in the local health economy in the governance of the Trust, and to have regard to the views of the Council of Governors.
* Respect the confidentiality of the information they are made privy to as a result of their role as a Governor.
* Declare any conflict of interest to the Company Secretary as soon as they become aware of it.
* Not use their position for personal advantage or seek to gain preferential treatment.
* Comply with the Trust’s Conflicts of Interests Policy in relation to the acceptance of gifts and hospitality.
* Conduct themselves in such a manner as to reflect positively on the Trust, and be ambassadors of the Trust when attending events in their role as a Governor.
* To only speak or take action on behalf of the Board of Directors or the Trust after agreement with the Chairman or the Board of Directors.
* Accept responsibility for their performance, learning and development.

# BREACH OF CODE OF CONDUCT – ACTIONS

In the event that an individual Director breaches the principles of the Code, certain sanctions will apply and these will result in either a reprimand, suspension or ultimately dismissal.

**Company Secretary**

The Company Secretary will provide technical support to either the Trust Chairman or the Senior Independent Director as and when required.

# COMPLIANCE

The members of the Non-Executive Directors will satisfy themselves that the actions of the Governors in conducting their business fully reflect the values, general principles and provisions in this Code and, as far as is reasonably practicable, that concerns expressed by staff or others are fully investigated and acted upon.

All Governors, on appointment, will therefore be required to subscribe to this Code of Conduct.

I the undersigned duly acknowledge the content of the Governors Code of Conduct.

Signed:

Print:

Date:

*The content of the Code of Conduct will be reviewed on an annual basis and Board members will also be required to sign it on an annual basis.*