

**Council of Governors - Cover Sheet**

<b>Subject:</b>	Revised Constitution				<b>Date:</b>	13 <sup>th</sup> August 2024
<b>Prepared By:</b>	Sally Brook Shanahan, Director of Corporate Affairs					
<b>Approved By:</b>	Sally Brook Shanahan, Director of Corporate Affairs					
<b>Presented By:</b>	Sally Brook Shanahan, Director of Corporate Affairs					
<b>Purpose</b>						
To seek approval from the Council of Governors to proposed updates to the Trust's Constitution.					<b>Approval</b>	
					<b>Assurance</b>	X
					<b>Update</b>	
					<b>Consider</b>	
<b>Strategic Objectives</b>						
Provide outstanding care in the best place at the right time	Empower and support our people to be the best they can be	Improve health and wellbeing within our communities	Continuously learn and improve	Sustainable use of resources and estates	Work collaboratively with partners in the community	
X	X	X	X	X	X	
<b>Principal Risk</b>						
<b>PR1</b>	Significant deterioration in standards of safety and care					X
<b>PR2</b>	Demand that overwhelms capacity					X
<b>PR3</b>	Critical shortage of workforce capacity and capability					X
<b>PR4</b>	Failure to achieve the Trust's financial strategy					X
<b>PR5</b>	Inability to initiate and implement evidence-based Improvement and innovation					
<b>PR6</b>	Working more closely with local health and care partners does not fully deliver the required benefits					
<b>PR7</b>	Major disruptive incident					
<b>PR8</b>	Failure to deliver sustainable reductions in the Trust's impact on climate change					
<b>Committees/groups where this item has been presented before</b>						
Constitution Working Group meetings held on 16 <sup>th</sup> May and 5 <sup>th</sup> July 2024						
<b>Acronyms</b>						
NHSE – National Health Service England PBP – Place Based Partnership						
<b>Executive Summary</b>						
<p>A Governor working group comprising the Lead Governor, Ian Holden, Peter Gregory, Sam Musson, and Vikram Desai was established to consider the changes required to the Constitution as a result of feedback received regarding the constituencies and voting arrangements. The working group met twice and was supported by the Director of Corporate Affairs and Head of Communications.</p> <p>The Constitution was most recently approved in August 2022. The appended tracked changes version includes proposed amendments to reflect the working group's feedback about the need for the "Rest of the East Midlands" constituency to be more specifically focussed on the local communities of Mansfield and Ashfield that it serves.</p> <p>In order to address the modernisation of the voting arrangements, proposed revisions also now specifically reference the NHSE Model Election Rules that permit e.voting thereby enabling future</p>						

elections to be both more efficient and significantly less expensive as no postage charges will be incurred.

The opportunity has also been taken to update the paragraphs about terms of office to align them with NHSE requirements that they do not exceed nine years, to revise out of date references e.g. to the role of Trust Secretary, and to replace the unused opportunity for the PBP to nominate a governor, with a nominee from the new Combined Authority instead. The Mayor has welcomed this whilst noting that it may be a while before the new organisation is able to appoint.

The process for the approval of changes to the Constitution to follow once recommendations are received from the Council of Governors is contained within Paragraph 20. This means the next step after approval by the Council of Governors is for the revisions to be approved by the Trust Board in public session on 1<sup>st</sup> September 2024 at which point they will take effect. It is for noting that as the proposed changes do not relate to the powers or duties of the Council of Governors there is no formal requirement for a Governor to present them to the Annual Public meeting on 24<sup>th</sup> September 2024. However, it is proposed that a record of the amendments to the Constitution is formally placed in the public domain at the Annual Members' meeting.

**Recommendation:** That the Council of Governors recommends the proposed changes to the Trust Constitution to the Trust Board in public for approval and to them being included on the agenda for the Annual Members' meeting for noting.