

Annual Members' Meeting and AGM

Subject:	Revisions to Constitution		Date: 24th September 2024	
Prepared By:	Sally Brook Shanahan, Director of Corporate Affairs			
Approved By:	Sally Brook Shanahan, Director of Corporate Affairs			
Presented By:	Liz Barrett, OBE, DL., Lead Governor and Public Governor for the Rest of the East Midlands Constituency			
Purpose				
To note the amendments to the Trust's Constitution as recommended by the Council of Governors and approved by the Trust Board.			Approval	x
			Assurance	
			Update	
			Consider	
Strategic Objectives				
To provide outstanding care	To promote and support health and wellbeing	To maximise the potential of our workforce	To continuously learn and improve	To achieve better value
x	x	x	x	x
Identify which principal risk this report relates to:				
PR1	Significant deterioration in standards of safety and care			
PR2	Demand that overwhelms capacity			
PR3	Critical shortage of workforce capacity and capability			
PR4	Failure to achieve the Trust's financial strategy			
PR5	Inability to initiate and implement evidence-based Improvement and innovation			
PR6	Working more closely with local health and care partners does not fully deliver the required benefits			
PR7	Major disruptive incident			
PR8	Failure to deliver sustainable reductions in the Trust's impact on climate change			
Committees/groups where this item has been presented before				
Approved by the Council of Governors – 13 th August 2024				
Approved by the Board of Directors – 5 th September 2024				
Executive Summary				
<p>Amendments to those in the current year, amendments to the Constitution were most recently approved in August 2022. As a result of feedback received regarding the need for changes to it, specifically in relation to the electoral constituencies and the modernisation of voting arrangements, a Governor working group was established in order to examine it in detail and agree proposals to put before the full Council of Governors. The Governors' Working Group comprising Liz Barrett, the Lead Governor, Ian Holden, Peter Gregory, Sam Musson, and Vikram Desai met on 16th May and 5th July 2024 and was supported by the Director of Corporate Affairs and Head of Communications.</p> <p>The amendments recommended by the Governors' Working Group comprised:</p> <ul style="list-style-type: none"> revisions in relation to the electoral constituencies 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 the Trust serves, 				

- the modernisation of the voting arrangements, specifically to incorporate the NHSE Model Election Rules that permit electronic voting, thereby enabling future elections to be both more efficient and significantly less expensive as no postage charges will be incurred,
- updates to the paragraphs about terms of office to align them with NHSE requirements that they do not exceed a total of nine years,
- replacing the unused opportunity for the Place Based Partnership (PBP) to nominate a governor, with the opportunity for the new Combined Authority to make a nomination instead. The Mayor has welcomed this opportunity and has confirmed the Combined Authority will work with the Trust to ensure effective participation and representation, and
- taking the opportunity to revise out of date references, for example, to the role of Trust Secretary.

The process for the approval of these amendments has followed the requirements contained in Paragraph 20 of the Constitution. These began with the tracked changes version of the revised Constitution incorporating the proposed changes being presented to the Council of Governors on 13th August 2024. Following their unanimous approval the proposed revisions were recommended to the Trust Board where they were similarly approved at its meeting on 5th September 2024.

As the amendments 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. However, the Council of Governors recommended that a record of the amendments to the Constitution should be formally placed in the public domain at the Annual Members' meeting to ensure full transparency hence this paper to which the final version of the updated Constitution is attached for information.

The final step in the process, to notify NHSE of the amendments to the Constitution, will be completed after the conclusion of the Annual Members' meeting.

Recommendation: That Trust Members note the agreed changes to the Trust's Constitution effective from their approval by the Trust Board on 5th September 2024.