

COUNCIL OF GOVERNORS MEETING

Agenda Item	008/17	Date: 23rd January 2017
Subject /title	Amendment to Constitution	
Author	Andrea Leather, Corporate Governance Manager	
Responsible Director	Andrew Cannell, Chief Executive	
Executive summary and key issues for discussion		
<p>A recommendation from the Well-led Governance Framework Review under 'Capability and Culture' was to review the role of the Company Secretary and supporting function.</p> <p>The Trust has introduced and recruited to a Trust Secretary post with effect from 28th November 2016.</p> <p>As a consequence, some minor changes are required in relation to the Constitution as follows:</p> <p><u>Constitution</u></p> <p>Section 13.3 - The Secretary is to be appointed and removed by the Board of Directors.</p> <p>Note: – this wording was included as the Director of Nursing & Quality fulfilled the role of Company Secretary.</p> <p>It is proposed to replace narrative in line with the regulator's 'Code of Governance' – <i>The Secretary is to be appointed and removed by the Chair and Chief Executive jointly.</i></p> <p>The Board of Directors approved the amendment to the Constitution as detailed above at its meeting on 7th December 2016.</p>		
Strategic context and background papers (if relevant)		
Recommended Resolution		
The Council approves the recommended amendments to the Constitution.		
Risk and assurance		
Link to CQC Regulations		
Regulation 17: Good Governance		
Resource Implications		
Key communication points (internal and external)		
Relationship Manager – NHS Improvement		

Freedom of Information Status

FOI exemptions must be applied to specific information within documents, rather than documents as a whole. Only if the redaction renders the rest of the document non-sensical should the document itself be redacted.

Application Exemptions:

- **Prejudice to effective conduct of public affairs**
- **Personal Information**
- **Info provided in confidence**
- **Commercial interests**
- **Info intended for future publication**

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IMPORTANT:

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Equality & Diversity impact assessment

Are there concerns that the policy/service could have an adverse impact because of:	Yes	No
Age		✓
Disability		✓
Sex (gender)		✓
Race		✓
Sexual Orientation		✓
Gender reassignment		✓
Religion / Belief		✓
Pregnancy and maternity		✓
Civil Partnership & Marriage		✓

If YES to one or more of the above please add further detail and identify if full impact assessment is required.

Next steps

Amended Constitution to be forwarded to NHS Improvement, Relationship Manager.

Appendices

Strategic Objectives supported by this report

Improving Quality		Maintaining financial sustainability	
Transforming how cancer care is provided across the Network		Continuous improvement and innovation	
Research		Generating Intelligence	

Link to the NHS Constitution

Patients		Staff	
Access to health care		<i>Working environment</i> Flexible opportunities, healthy and safe working conditions, staff support	
Quality of care and environment		<i>Being heard:</i> <ul style="list-style-type: none"> • Involved and represented • Able to raise grievances • Able to make suggestions • Able to raise concerns and complaints 	
Nationally approved treatments, drugs and programmes			
Respect, consent and confidentiality			
Informed choice		Fair pay and contracts, clear roles and responsibilities	
Involvement in your healthcare and in the NHS		Personal and professional development	
Complaint and redress		Treated fairly and equally	