

BOARD OF GOVERNORS

PROPOSED CHANGES TO THE TRUST'S CONSTITUTION

Background

The Trust's Constitution was last updated in January 2007. Proposed changes to the Constitution which have arisen during the year have been brought routinely to the Constitution committee and Board of Governors for information, with view to incorporating them in an annual update. These changes have been approved by the Governors' Constitution committee. Once approved by the Board of Governors, these will be actioned formally through a submission of the new Constitution to Monitor.

Summary of Proposed Changes

| Paragraph reference | Proposed Change | Reason |
|----------------------------|--|--|
| Various | Removal of reference to the Trust as an "applicant Foundation Trust" where applicable | The Trust is no longer an applicant FT |
| 8.11.3 | Clarification of arrangements for removal of a Governor | Requested by the Governors' Constitution committee during discussion of procedure for removing a Governor |
| 8.12.1 (j) | Removal of paragraph | There is no corresponding restriction on Directors and it is contrary to the Disability Discrimination Act to treat a person with a disability any less favourably than a person without a disability. [Subsequent paragraphs are renumbered to reflect this removal]. |
| 8.12.1 (k) | Clarification over what is meant by "acting in the best interests of the Trust". | This acknowledges that a Governor does not have to agree with everything the Trust proposes in order to act in the best interests of the Trust and that they are there to represent a legitimate stakeholder view. |
| 8.12.1 (l)& (m) | Additional exclusions for Governors | Requested by the Governors' Constitution committee during discussion of procedure for removing a Governor. |
| 17.4 | Change the frequency of Board of Governor meetings to no fewer than three meetings a year. | A minimum of three and maximum of four is not sufficiently frequent. During 2007/08 there was one additional extraordinary meeting held and the AGM was split into two parts in order to stay within the confines of the |

Constitution.

Next Steps

In amending the Constitution, the Trust has to comply with section 20 of the Constitution, as follows:

20.1 The Trust may make amendments to this Constitution with the approval of the Independent Regulator

20.2 No proposals for amendment of this Constitution will be put to the Independent Regulator unless it has been approved by three quarters of those governors present and voting at a meeting of the board of governors.

Proposal

The Board of Governors is asked to approve the above changes to the Constitution. Once approved, the new constitution will be submitted to the Independent Regulator for approval.