

# CAMBRIDGE UNIVERSITY HOSPITALS NHS FOUNDATION TRUST

**AGENDA ITEM 17**  
**16 September 2008**

## **BOARD OF GOVERNORS**

### **CHANGES TO THE TRUST'S CONSTITUTION**

Report of the Trust Secretary

#### **Background**

Following the update to the Trust's Constitution agreed by the Board of Governors in April 2008, the proposed amendments were forwarded to Monitor who have agreed the changes subject to some additional minor amendments. As all changes to the Constitution require approval by three quarters of governors at a Board of Governors meeting, these are presented for approval following review by the Governors' Constitution committee at their meeting on the 4<sup>th</sup> of September.

#### **Summary of Proposed Changes**

<b>Paragraph reference</b>	<b>Proposed Change</b>	<b>Reason</b>
Section 1.1	Define "Code of Conduct for the Board of Governors"	Suggested by Monitor
8.11.3	"code of conduct" revised to "Code of Conduct for the Board of Governors"	Clarification requested by Monitor
8.11.3(c)	Amended to link the term "best interests of the Trust" with the definition in 8.12.1 (j)	Clarification requested by Monitor
19.4	Amend dispute resolution procedure, to include an additional stage wherein the Senior Independent Director and the Deputy Chairman of the Board of Governors meet to attempt to resolve the dispute, before a full meeting of the board of directors and board of governors.	Proposal results from the review of the dispute resolution procedure by the Trust Secretary

#### **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.

# CAMBRIDGE UNIVERSITY HOSPITALS NHS FOUNDATION TRUST

## Proposal

Monitor has indicated that it will approve the amendments subject to the above minor clarifications, with the exception of the proposed amendment to the dispute resolution procedure, which has not yet been shared with Monitor. The Board of Governors is asked to approve the above changes.