

BOARD OF GOVERNORS

REPORT FROM GOVERNORS' CONSTITUTION COMMITTEE 23 OCTOBER 2009

Report of the Chairman of the Committee

1. Purpose

The purpose of this report is to advise the Board of Governors of the status of discussions at the Governors' Constitution Committee and to obtain formal approval for recommended policy amendments. The minutes of the meeting are attached for information.

2. Summary

The business of the meeting can be summarised into four categories:

- For information
- For formal approval
- Referrals for future consideration

3. For Information

These are reported to the Board of Governors for information:

Board Effectiveness Review

Independent Audit Ltd would be conducting their review of the effectiveness of the Board of Governors from October 2009. The next meeting of the committee would be called to coincide with the timing of their final report.

Statement of Trust Principles

A recommendation to bring the Statement of Trust Principles into line with "Our Way" was not accepted by the committee. This is an appendix to the Trust's Constitution and has not been reviewed since the Trust's application to become a Foundation Trust. It was recommended that this be discussed in a future joint meeting between the Board of Governors and Board of Directors.

Report of the Board of Governors to the Board of Directors

The first such report, written by the Deputy Chairman of the Board of Governors, was shared with the Committee. This would be a quarterly report and Governors wishing to provide input to the report would do so through their quarterly meeting with Judy Ewer.

NED Appointment process

The successful outcome to the process was noted. Areas for potential improvement would be addressed for future appointments.

AGM

The new AGM format was preferred as it made more effective use of Governors' and Directors' time.

4. For Approval

Election of Chairs of the Governor/Director Working Groups

Proposed changes to the process for electing the Chairman of the Governor/Director working groups were discussed and agreed. It was proposed to hold two separate ballots, to allow the Chairman to be appointed first, followed by a separate election for the Deputy Chairman.

The revised procedure was circulated to the three Chairs of the Governor/Director Working Groups, who were content with the revision.

Action

The Board of Governors is asked to consider and approve the separation of the ballot for the Chairman and Deputy Chairman of the Governor/Director Working Groups

Board of Governors – New Style agenda

This would be piloted at this meeting following feedback which recommended a need to focus the Board of Governors around the work of the Governor/Director working groups.

Action

The Board of Governors is asked to consider and provide feedback on new style agenda

5. Referrals for future consideration

The Standing Orders for the Board of Governors' meeting were due for revision.