



Trust Constitution Review Steering Group

Council of Governors - Terms of Reference

Summary of significant amendments from current version , last approved June 2011	
Where	What
All	Ensure compliance with v3 of the Trust Constitution.
All	Ensure compliance with 2012 Health and Social Care Act provisions enabled under October 2012 Commencement Orders i.e. consideration of non-NHS activity proposed in Forward Plan and proposals to increase non-NHS income by 5% or more.
Para 2	To more clearly describe the working relationship between the Council of Governors and the Board of Directors.
Para 2	Statutory and non-statutory responsibilities differentiated. (Non-statutory responsibilities include principles and provisions from Monitor Code of Governance which are made on “comply or explain basis” and best practice guidance from FTN Foundations of Good Governance.
Para 2.5	Responsibility for Membership Engagement Strategy incorporated.
Para 3	Accountability to Monitor removed.
Para 5	Membership and in attendance details specified in full.
Para 6	Quorum extended slightly to include 2 non–Public Governors – 1 x Patient and 1 x Staff
Para 7	Meeting frequency increased form 3 to 4 per annum.
Para 10	Effectiveness monitoring strengthened via an annual report to members.
Para 11	Reporting structure further clarified to include Board of Directors and the Audit Committee.
Appendix 1	Procedural guidance on member and vice-chairman election to the Council of Governors’ Nominations and Remuneration Committee
Appendix 2	Lead Governor role description and procedural guidance on election of Lead Governor.