

EXECUTIVE SUMMARYREPORT TO THE COUNCIL OF GOVERNORS2<sup>ND</sup> DECEMBER 2014

<b>Subject</b>	Terms of Reference for Council of Governors and the Council of Governors' Nominations and Remuneration Committee review.
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<b>Status</b>	A

**PURPOSE OF THE REPORT**

To seek the Council of Governors approval for the draft Terms of Reference for the Council of Governors and the Council of Governors' Nominations and Remuneration Committee.

**KEY POINTS**

- Following a major review of the Trust's Constitution and associated documents, to ensure good governance, it was agreed that the Constitution and associated documents would be reviewed and updated annually.
- The review of the Terms of Reference for the Council of Governors and the Council of Governors' Nomination and Remuneration Committee has been completed by the Assurance Manager and the Membership Manager.
- The following key changes have been made:
  - References to the *Trust Secretary* have been changed to the *Assistant Chief Executive*.
  - References to the *Independent Regulator* has been changed to *Monitor*.
  - References to Monitor's Provider Licence that came into force in April 2014 under the 2012 Health and Social Care Act have been inserted and references to the Terms of Authorisation have been removed, as appropriate.
  - The purpose of the Council of Governors has been updated in line with the 2012 Health and Social Care Act and as outlined in the current Constitution.
  - Membership of has been updated.
  - Arrangements for chairing the committees has been further clarified.

**IMPLICATIONS**

AIM OF THE STHFT CORPORATE STRATEGY 2012-2017		TICK AS APPROPRIATE
1	Deliver the Best Clinical Outcomes	X
2	Provide Patient Centred Services	X
3	Employ Caring and Cared for Staff	X
4	Spend Public Money Wisely	X
5	Deliver Excellent Research, Education & Innovation	X

**RECOMMENDATIONS**

The Council of Governors is asked to **APPROVE** the draft Terms of Reference for the Council of Governors and the Council of Governors' Nomination and Remuneration Committee.