

SHEFFIELD TEACHING HOSPITALS NHS FOUNDATION TRUST

EXECUTIVE SUMMARY

REPORT TO THE BOARD OF DIRECTORS

20 DECEMBER 2017

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| Subject | Trust Constitution Annual Review |
| Supporting TEG Member | Sandi Carman, Assistant Chief Executive |
| Author | Andy Challands, Corporate Governance Manager |
| Status¹ | A |

PURPOSE OF THE REPORT

To seek the Board of Directors approval for Version 5 of the Trust’s Constitution and future notification to NHS Improvement.

KEY POINTS

Following a major review in 2014, it was agreed that the Trust’s Constitution would be reviewed and updated annually. The 2017 annual review has been completed.

Version 5 of the Constitution includes the following amendments:

- See bullet point below, Paragraph 24.2.2 of the Constitution has been amended from “up to 7” to “7 or more” thereby ensuring a majority of Non-Executives on the Board is maintained, as provided for in Paragraph 24.3 and in accordance with Section B1.2 of Monitor’s Code of Governance.
- Paragraph 24.2.3 of the Constitution has been amended to reflect the appointment of the Director of Strategy and Planning.
- Paragraph 7 of Annex 2 has been amended to update the title of the Combined Community and Acute Group.
- Paragraph 5 of Annex 7 Standing Orders of the Council of Governors has been amended to clarify the relationship between the Council and Nomination and Remuneration Committee of the Council of Governors to ensure statutory compliance.
- Paragraph 7.7 of the Annex 9 Standing Orders of the Board of Directors has been amended to reflect the creation of two new committees of the Board of Directors, namely:
 - Finance and Performance Committee
 - Human Resources and Organisational Development Committee
- Minor typographical corrections

In accordance with the provisions of the Constitution (Paragraph 45), any amendments approved by the Council of Governors must be separately approved by the Board of Directors before notifying NHS Improvement of the revised version.

| 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 Board of Directors is asked to **APPROVE** Version 5 of the Trust’s Constitution.

APPROVAL PROCESS

| Meeting | Date | Approved Y/N |
|-----------------------------|------------------|---------------------|
| TEG | 6.12.2017 | Y |
| Council of Governors | 6.12.2017 | Y |