The Queen Elizabeth Hospital NHS
King's Lynn
NHS Foundation Trust

## REPORT TO THE BOARD OF DIRECTORS (IN PUBLIC)

| SUBMITTED BY: | REPORT FOR: | | IMPACT: | | |
|---|---|---|---|---|---|
| Kate Gordon<br>Chair | Decision | ✓ | High | Med | Low |
| CONSULTATION: | Information | | | ✓ | |
| The Governors' Council | REPORT TYPE: | | RELATED WORK: | | |
| | Strategic | | At its meeting of 7th November 2012, the Governors' Council approved this drafting | | |
| | Operational | | | | |
| | Governance | ✓ | | | |
| BAF ref: | N/A | | | | |
| Monitor Compliance Framework: | 'Legally Constituted' – Monitor will be invited to approve the draft amendments | | | | |
| CQC Essential Standard Reference: | N/A | | | | |
| NHSLA Standard Reference: | N/A | | | | |
| Media / Communications: | N/A | | | | |

**Meeting Date:** **26th November 2012**
**Report Title:** **Constitution Review**

**Purpose:** The purpose of this paper is to seek Board approval of draft amendments to the Trust's Constitution (**Appendix A**)

**Summary:** The Trust's Constitution has been updated to incorporate Health and Social Care Act 2012 amendments, which came into force on or before 1 October 2012, as a result of the first and second commencement orders (Statutory Instruments 2012/1319 and 2012/1831).

The draft amendments to the QE's Constitution have been aligned with Monitor's revised Model Core Constitution and 'track changed', to assist the Board in its review.

The Board will note that the Governors' Council approved the drafting (**Appendix A**) at its meeting on 7th November 2012.

**Financial Implications / Efficiency Savings / Quality Improvement:**

None as a direct result of this report.

**Risk Assessment (cross-reference with Risk Register where appropriate):**

| Strategic / External | Operational/ Organisational | Financial | Clinical | Legal/ Regulatory | Reputational / Patient Experience |
|---|---|---|---|---|---|
| | | | | ✓ | |

**Recommendations:**

The Board of Directors is invited to approve the proposed amendments to the Trust's Constitution.

## 1. Background

The Trust's Constitution has been updated to incorporate Health and Social Care Act 2012 amendments which came into force on or before 1 October 2012, as a result of the first and second commencement orders (Statutory Instruments 2012/1319 and 2012/1831).

The draft amendments to the QE's Constitution have been aligned with Monitor's revised Model Core Constitution and 'track changed', to assist the Board in its review.

The Board will note that the Governors' Council approved the drafting (**Appendix A**) at its meeting on 7th November 2012.

Draft amendments concern:

- The continuation of the body corporate known as Monitor;
- Change from the 'Board of Governors' to the 'Council of Governors';
- Requirement for the principal purpose (i.e. provision of goods and services for the health service in England) to be stated in the constitution;
- Introduction of the new legal duty to ensure that income of NHS funded goods and services is greater than income from other sources;
- Introduction of additional oversight and scrutiny by the Governors' Council over activities generating non-NHS income;
- Replacement of HM Treasury with Secretary of State as regards giving guidance over FT accounts

## 2. Next Steps

For the time being, it remains Monitor's duty to approve FT Constitution amendments. The Trust is required to secure approval of the amendments to the Constitution from the Governors' Council and the Board of Directors (in accordance with the Constitution) and forward the agreed draft revised Constitution to Monitor for approval. The draft amended Constitution was presented to the Governors' Council on 7th November 2012, where it was approved. The drafting will be submitted to Monitor for approval after 26th November 2012, subject to Board approval.

The Constitution will need to be revised again at a later date to assimilate additional legislative changes as they come into force. Additional drafting has already been undertaken to incorporate other Health and Social Care Act 2012 amendments, not yet in force and these amendments will be presented to the Board of Directors and the Governors' Council as appropriate.

Monitor intends to provide information about any related modifications to the Annual Reporting Manual and Code of Governance.

## 3. Recommendation

The Board of Directors is invited to approve the proposed amendments to the Trust's Constitution.

**Kate Gordon**
**Trust Chair**