

# PAPER

BOD 149/2014

(Agenda Item: 14)

# Report to the Meeting of the

# Oxford Health NHS Foundation Trust

# Board of Directors

**26 November 2014**

**Trust Constitution – Appointed Governors**

**For: Approval**

In October 2014 the Board approved amending the Constitution to replace the Election Rules with the new ‘Model Election Rules’ for Governors that were published by the FTN in August 2014.

The proposed amendments were approved by the Council of Governors on 5 November 2014. In approving the amendments relating to the Model Election Rules, the Council also discussed increasing the number of Appointed Governors by two so as to allow representatives from Oxford University Hospitals NHS Trust and Buckinghamshire Healthcare NHS Trust to join the Council.

The Council approved the proposal to increase the number of Appointed Governors and requested that the Board be asked to consider approving the proposed amendment.

**Recommendation**

The Board is asked to approve the proposed amendments to the Constitution following approval from the Council of Governors.

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1. *A risk assessment has been undertaken around the legal issues that this paper presents and there are no issues that need to be referred to the Trust Solicitors.*
2. *This paper (including all appendices) has been assessed against the Freedom of Information Act and the following applies: [delete as appropriate]*

* *THIS PAPER MAY BE PUBLISHED UNDER FOI*

**Background**

The Constitution sets out the Constituencies and number of Governors for the Trust. Legislation requires all NHS foundation trusts to have ‘Appointed Governors’ who are representatives of organisations with whom the FT wishes to have a strong relationship. There is no difference between the responsibilities of an elected Governor or an Appointed Governor, other than whom they represent. The role of Appointed Governor is not defined by legislation but Monitor has set out its expectation that Appointed Governors will work to further the relationship between their own organisation and the NHS foundation trust, and seek to benefit the FT where possible through the relationship.

The Trust’s Constitution includes provision for the following orgnanisations to be invited to appoint a Governor to sit on the Council:- Buckinghamshire County Council, Oxfordshire County Council, Chiltern CCG, Oxfordshire CCG, Oxford Brookes University, Buckinghamshire Mind and Age UK Oxfordshire.

As part of its NHS foundation trust application, Oxford University Hospitals NHS Trust has invited the Trust to appoint a Governor to sit on its council of governors when it is established.

**Proposal**

Following discussion with the Council of Governors on 5 November 2014, it was decided to request both Buckinghamshire Healthcare NHS Trust and Oxford University Hospitals NHS Trust appoint one governor each to sit on the Trust’s Council of Governors. It was agreed that both partner acute care provider organisations where ones in which the Trust had existing strong relationships and that this relationship could be further strengthened through their participation on the Council of Governors. In coming to this decision, the Council of Governors noted that having key acute care partners involved was consistent with the integrated care provision that the Trust was working towards.

Accordingly it is proposed to amend the Constitution to include the following additional provisions:-

**9.13.3** The Trust shall invite Buckinghamshire Healthcare NHS Trust to nominate one of its members who have an interest in healthcare to represent the partner for the purposes of this Constitution.

**9.13.4** The Trust shall invite Oxford University Hospitals NHS Trust to nominate one of its members who have an interest in healthcare to represent the partner for the purposes of this Constitution.

Additional references to both organsations will be included within the Constitution at relevant sections (i.e. in Annex 4 – ‘Composition of Council of Governors’).

This proposal is in line with section 9.4 of the Constitution which states that “The aggregate number of Public and Patient Governors shall be more than half the total membership of the Council of Governors.” Under this proposal the aggregate number of Public and Patient Governors would be 19 compared to 18 Staff and Appointed Governors (meaning the total membership of the Council of Governors will be 37).