

Board of Directors

Thursday 3 September 2020

Report Title:	East Suffolk and North Essex NHS Foundation Trust Constitution
Executive/NED Lead:	Helen Taylor, Chair
Report author(s):	Denver Greenhalgh, Director of Governance
Previously considered by:	Council of Governors August 2020.

Approval

 Discussion

 Information

 Assurance

Executive summary

As part of the annual governance review, the ESNEFT constitution has been reviewed and the following amendments made:

- Throughout the document, Director of Governance has replaced references to the Company Secretary, as this role no longer exists.
- Paragraph 13 (13.1.1) amended to state ‘Where a vacancy arises for an elected Governor the trust may, instead of holding a by-election, fill the vacancy by appointing the highest polling unsuccessful candidate at the most recent election of governors for the constituency or class in respect of which the vacancy has arisen, who is willing to take office. Any person so appointed shall hold office for the unexpired term of office of the retiring Governor’. This will enable casual vacancies within the Council of Governors to be filled in a timely manner. Where the person is unable or unwilling to take office then a by-election will be held.
- Paragraph 13 (13.1.2) given the above amendment the clause has been amended to state ‘If a vacancy occurs within six (6) months of the next scheduled election, then the seat will be held vacant until the next election’.
- Removal of references to transitional provisions.
- Amendment to public constituency areas to reflect the changes from Suffolk Coastal District Council to East Suffolk Council and removal of South Norfolk.

In line with the National Health Service Act 2006 the Council of Governors reviewed and agreed the amendments to the Constitution at their meeting in August 2020, prior to it being presented to the Board of Directors for approval.

At the point of forming ESNEFT the staff constituency classes were respectively described as Colchester and Ipswich to reflect the predecessor trusts and remain unchanged within this review. Prior to planned governor elections in 2021, there is the option to explore options to refine the descriptors for staff constituency classes.

Action Required of the Board of Directors

The Board of Directors is asked to approve the revised ESNEFT Constitution.

Link to Strategic Objectives (SO)

**Please
tick**

SO1	Keep people in control of their health	✓
SO2	Lead the integration of care	✓
SO3	Develop our centres of excellence	✓
SO4	Support and develop our staff	✓
SO4	Drive technology enabled care	✓
Risk Implications for the Trust <i>(including any clinical and financial consequences)</i>		If we do not have a constitution that describes the fundamental principles or established precedents that constitute the legal basis of ESNEFT, and how the organisation is governed, then we may not conduct business in line with the legislative requirements as set out in the National Health Service Act 2006.
Trust Risk Appetite		Compliance/Regulatory: The board has a minimal/cautious risk appetite on regulatory compliance. If it relates to the delivery of safe care or the health and safety of individuals, it will meet requirements and will only challenge if there is strong evidence
Legal and regulatory implications <i>(including links to CQC outcomes, Monitor, inspections, audits, etc)</i>		National Health Service Act 2006 as amended by the 2012 Act.
Financial Implications		None noted
Equality and Diversity		There are no issues relating to equality and diversity.