

**TRUST BOARD**  
**24<sup>th</sup> November 2011****TITLE** **CONSTITUTION, STANDING ORDERS and RESERVATION OF POWERS****EXECUTIVE SUMMARY**

The Trust's Constitution came into force from 1<sup>st</sup> December 2010. Standing Orders form part of the Constitution and are reviewed annually.

**BOARD ASSURANCE (Risk) / IMPLICATIONS**

It is essential that the Board is able to demonstrate strong governance in order that appropriate and timely decisions can be taken. If Standing Orders are not up to date there is a risk that the Board sub committees and management structures may not be aware of authority levels for decision making.

**STAKEHOLDER / PATIENT IMPACT AND VIEWS**

None taken.

**EQUALITY AND DIVERSITY ISSUES**

EQIA completed. No issues noted

**LEGAL ISSUES**

The SOs were updated to reflect current legislation in 2010

The Board is asked to approve the roll forward of

**The Trust Board is asked to:**

- The Constitution
- Standing Orders
- Reservation of Powers

**Submitted by:**

Jane Gear  
Head of Corporate Affairs  
/Trust Board secretary

**Date:**

22 October 2011

**Decision:**

For

Approving

**TRUST BOARD**  
**24<sup>th</sup> November 2011****1 Background**

As part of the Foundation Trust authorisation process the Board of Directors, and then Monitor, agreed the Constitution for the Trust. The Trust's Constitution came into effect from 1<sup>st</sup> December 2010. A formal part of the Constitution is the Standing Orders for the Board of Directors,

Best practice is for Standing Orders to be reviewed annually and this is included in Para.12.2 of Standing Orders. Prior to becoming a Foundation Trust both Standing Orders and Standing Financial Instructions were reviewed simultaneously on an annual basis in March/April. Standing Financial instructions do not form part of the Constitution and therefore retain a review date of March/April and were updated by the Board in April 2011.

(All Board Directors have copies of the current documentation- further copies can be obtained by contacting the Trust Secretary).

**2 Governance**

Paragraph 41 of the Constitution sets out the process for amending the Constitution (which includes Standing Orders):

**41. Amendment of the constitution**

**41.1** Amendments by the Trust of its constitution are to be made with the approval of Monitor. For the avoidance of doubt, any amendments to the annexes attached to this constitution must also be approved by Monitor.

**41.2** No proposal for amendment of this Constitution will be submitted to Monitor unless it has first been approved by the Board of Directors who shall have consulted with the Council of Governors before so doing

**3 External Context**

The Health and Social Care Bill is currently passing through Parliament. Some potential implications for all Foundation Trusts, such as a the requirement to hold Board meetings in public, are already incorporated into Ashford and St Peter's Hospitals Foundation Trust Board modus operandi . However the Constitution, Standing Orders and Reservation of Powers will all need scrutiny and review when the Bill is enacted and also in the light of the outcome of the Epsom Transaction.

**4 2011 review**

The Head of Corporate Affairs has reviewed the Standing Orders for the Board and the Schemes of Matters reserved to, and delegated by, the Board, which fall out of Standing Orders.

No significant changes are required.

It is therefore recommended that the current Standing Orders are rolled forward for a further year in conjunction with a review of the Constitution, with earlier review if either the Transaction or the Act come to fruition prior to that date.

## **5 Recommendation**

The Board is asked to approve the roll forward of

- The Constitution
- Standing Orders
- Reservation of Powers

**Submitted by:** Jane Gear, Head of Corporate Affairs

**Date:** 22nd October 2011