Ashford and St. Peter's Hospitals NHS
NHS Foundation Trust

Council of Governors
15th June 2016

TITLE	**Revisions to the Trust Constitution**
Executive Summary	The Council is asked approve the recommended changes to the Constitution (which will also need to be ratified by the Board) and note the further work being planned for the constitution.
The Council is asked to:	Agree the changes to the Constitution
Submitted by:	Aileen McLeish, Chairman
Date:	June 2016
Decision:	For Approval

Paper 6.3

Constitution Group Meeting

Friday 10th June at 1300 hours

Room 1, Chertsey House

PRESENT	Keith Bradley	Public Governor – Woking and Guildford
PRESENT:	Maurice Cohen	Public Governor – Woking and Guildford
	Godfrey Freemantle	Public Governor – Hounslow and Richmond upon Thames
	Steve McCarthy	Public Governor - Elmbridge
	Aileen McLeish	Chairman
IN ATTENDANCE:	Anu Sehdev	Membership and Engagement Manager
SECRETARY	Liz Davies	Acting Company Secretary
APOLOGIES	David Frank	Public Governor Surrey Heath/Lead Governor
	Terry Price	Non-Executive Director

MINUTE **Action**

Item 1 Proposed Revision To The Trust Constitution

The Constitution Group had been convened to consider two changes to the Trust Constitution.

1. Add a new Public Constituency

The Chairman summarised the background to the proposed change.

In recognition of the changing role of the Trust and in the light of the prospective appointment of new Non-Executive Directors, the Constitution Committee is requested to consider introducing a new Constituency.

While it is early stages the developing Strategic Transformation Plan (STP) is pointing to the Trust taking on more responsibility for some acute services in the area. The Trust already has a number of services which are accessed by patients from a wider geography than that covered by our current Public Constituencies: for example, cardiology, neo-natal intensive care, bariatric surgery, vascular surgery and specialist orthopaedic surgery.

In setting the criteria for the recruitment of new Non-Executive Directors, the Nominations Committee decided not to set a geographical restriction so that we could attract as broad a field as possible.

It was also noted that the Trust has some 300 affiliated members who have no representation on the Council of Governors as they live outside the existing Constituencies albeit c 50% of these live in boroughs named as Trust Constituencies

It was further noted that the constitution contained inconsistencies in the minimum number of members required for each public Constituency

The Group engaged in a comprehensive discussion on the proposal and the following recommendations were agreed:

- Extend the existing Public Constituencies to be conterminous with electoral Borough boundaries
- Review and align the minimum number of members required for each area of the Public Constituency (see Appendix 1)

In addition the Group agreed further work was required before any recommendation to add another public constituency and therefore a further member of the Council of governors. This would include:

- Revisiting the full data picture in respect of outpatient attendance
- Reviewing the criteria for an extra constituency later in the year in consideration of STP progress
- Reviewing the definition in the Constitution of the “Public Constituency” in due course

2. *Changes to the Composition of the Board*

The Constitution currently states that the composition of the Board shall comprise: the non-executive Chair of the Trust; up to seven other Non-Executive Directors, and up to six Executive Directors.

We are in the process of appointing a new Chief Operating Officer and wish to confer voting rights to this post, thereby increasing the number of executive directors with voting rights to seven. This situation has arisen as the Deputy Chief Executive and former Chief Operating Officer has been appointed as Strategy Director, a position which previously did not have voting rights.

The Group was asked to support this revision to the Constitution for subsequent approval by the Council of Governors.

The Constitution Group AGREED to recommend this revision to the Constitution.

Signed: ……

Aileen McLeish
Chairman

Paper 6.3

Appendix 1

ANNEX 1
THE PUBLIC CONSTITUENCY

Local Authority	Area of the Public Constituency (as defined by electoral wards)	Current Minimum Number of Members	Proposed Minimum Number of Members	Number of Governors to be elected
Elmbridge	Cobham and Downside	50	150	3
	Hersham Village			
	Molesey East			
	Molesey West			
	Oatlands and Burwood Park			
	Walton Central			
	Walton North			
	Walton South			
	Weybridge Riverside			
	Weybridge St George's Hill			
Runnymede and Windsor & Maidenhead	Addlestone Bourneside	150	150	3
	Addlestone North			
	Chertsey Meads			
	Chertsey South and Row Town			
	Chertsey St. Ann's			
	Egham Hythe			
	Egham Town			
	Englefield Green East			
	Englefield Green West			
	Foxhills			
	New Haw			
	Thorpe			
	Virginia Water			
	Woodham			
	Horton and Wraysbury			
	Sunningdale			
Spelthorne	Ashford Common	150	150	3
	Ashford East			
	Ashford North and Stanwell South			
	Ashford Town			
	Halliford and Sunbury West			
	Laleham and Shepperton Green			
	Riverside and Laleham			
	Shepperton Town			
	Staines South			
	Staines			
	Stanwell North			
	Sunbury Common			
	Sunbury East			

Surrey Heath	Bisley	50	50	1
	Chobham			
	West End			
	Windlesham			
Woking and Guildford	Byfleet and West Byfleet	150	150	3
	Canalside			
	Goldsworth Park			
	Heathlands			
	Hoe Valley			
	Horsell			
	Knaphill			
	Mount Hermon			
	Pyrford			
	St John's			
	Lovelace			
	Send			
Hounslow and Richmond upon Thames	Bedfont	50	100	2
	Cranford			
	Feltham North			
	Feltham West			
	Hanworth Park			
	Hanworth			
	Heston Central			
	Heston East			
	Heston West			
	Hounslow Central			
	Hounslow Heath			
	Hounslow West			
	Hampton			
	Heathfield			