

Meeting Title	Board of Directors		
Date	12 May 2021	Agenda item	Bo.5.22.25

Annual Review of the Constitution

Presented by	John Holden, Director of Strategy and Integration		
Author	Jacqui Maurice, Head of Corporate Governance		
Lead Director	John Holden, Director of Strategy and Integration		
Purpose of the paper	The Constitution is subject to annual review by the Board and the Council of Governors. The Board is required to review and approve any changes prior to the Constitution being presented to the Council of Governors for the Council's review and approval in July of 2022.		
Key control	N/A		
Action required	For approval		
Previously discussed at/ informed by	N/A		
Previously approved at:	Academy/Group	Date	
	N/A		
Analysis			
<p>The Trust's Constitution was previously reviewed by both the Board of Directors in May 2021 and by the Council of Governors in July 2021.</p> <p>Section 37 (1) of the NHS Act 2006 (as amended by the Health and Social Care Act 2012) stipulates that "a Foundation Trust may make amendments to its Constitution only if:</p> <ul style="list-style-type: none">• More than half of the members of the Council of Governors of the Foundation Trust voting approve the amendments, and• More than half of the members of the Board of Directors of the Foundation Trust voting approve the amendments." <p>The Trust must also ensure that any amendments comply with Schedule 7 of the NHS Act 2006 (as amended).</p> <p>The Constitution is attached for review at Appendix 1.</p> <p>The Board is asked to note that there have been no requests for amendments and, the corporate governance team is satisfied that there are no current issues regarding the Consitution that the Board is asked to consider. There are, therefore, no amendments proposed.</p> <p>The Board is asked to review and approve the Constitution until the next annual review. The Constitution will then be presented to the Council of Governors for approval at their meeting scheduled for 21 July 2022.</p> <p>Subsequent to the Council's approval the review date will be updated and the Constitution will be submitted to NHSE/I and published on the Trust website.</p>			
Recommendation			
<p>The Board of Directors is asked to approve the the BTHFT Constitution.</p>			

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Risk assessment						
Strategic Objective	Appetite (G)					
	Avoid	Minimal	Cautious	Open	Seek	Mature
To provide outstanding care for patients			g			
To deliver our financial plan and key performance targets			g			
To be in the top 20% of NHS employers					g	
To be a continually learning organisation				g		
To collaborate effectively with local and regional partners					g	
The level of risk against each objective should be indicated. Where more than one option is available the level of risk of each option against each element should be indicated by numbering each option and showing numbers in the boxes.	Low		Moderate	High	Significant	
	Risk (*)					
Explanation of variance from Board of Directors Agreed General risk appetite (G)						

Benchmarking implications (see section 4 for details)	Yes	No	N/A
Is there Model Hospital data relevant to the content of this paper?	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Is there any other national benchmarking data relevant to the content of this paper?	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Is the Trust an outlier (positive or negative) for any benchmarking data relevant to the content of this paper?	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>

Risk Implications (see section 5 for details)	Yes	No
Corporate Risk register and/or Board Assurance Framework Amendments	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Quality implications	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Resource implications	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Legal/regulatory implications	<input checked="" type="checkbox"/>	<input type="checkbox"/>
Diversity and Inclusion implications	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Performance Implications	<input type="checkbox"/>	<input checked="" type="checkbox"/>

Regulation, Legislation and Compliance relevance
NHS Improvement: (please tick those that are relevant) <input type="checkbox"/> Risk Assessment Framework <input type="checkbox"/> Quality Governance Framework <input checked="" type="checkbox"/> Code of Governance <input checked="" type="checkbox"/> Annual Reporting Manual
Care Quality Commission Domain: Well Led
Care Quality Commission Fundamental Standard: Good Governance
NHS Improvement Effective Use of Resources: Corporate Services, Procurement, Estates & Facilities
Other (please state):

Relevance to other Board of Director's academies: (please select all that apply)			
People	Quality	Finance & Performance	Other (please state)
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>