

Minutes of the Council of Governors Meeting
Tuesday 30th April 2013

Present:	Tim Melville-Ross	Chairman
	Geoffrey Rivett	Public Governor
	Stuart Maxwell	Public Governor
	Talaat Qureshi	Public Governor
	Sarah Weiss	Public Governor
	Suri Freedman	Public Governor
	Eric Sorensen	Public Governor
	Jude Williams	Public Governor
	Jo Lobenstein	Public Governor
	John Bootes	Public Governor
	Patricia Bennett	Public Governor
	Julia Bennett	Public Governor
	Andrew Ezsias	Staff Governor
	Val Dimmock	Staff Governor
	Henry Muss	Staff Governor
	Ros Constable	Staff Governor
	Jonathon McShane	Partner Governor
	Charlie Sheldon	Chief Nurse and Director of Governance

In Attendance:

David Bridger Head of Governance (minutes)

1. Chairman's welcome

Tim Melville-Ross welcomed the Governors to the meeting which was his first as Chairman of the Trust. He introduced himself and gave a summary of his career to date. He wished it noted that he is very keen to ensure that the visibility of the Board is raised within the Trust and with Council of Governors.

2. Apologies:	Clyde Baker	Public Governor
	Eli Kernkraut	Public Governor
	Prof. Stanton Newman	Partner Governor

David Bridger informed the Governors that he had received two Governor resignations from, Lesley Mountford, Partner Governor and Dr Katherine Coyne, Staff Governor.

It was noted that with only one partner Governor present the meeting was not quorate. Those present agreed to proceed with the meeting.

3. Minutes of the Council of Governors meeting 28th March 2013

The minutes from the previous Council of Governors meeting were agreed.

One comment had been received by email from Andrew Ezsias regarding the informal meeting held by Governors on the 26th March discussed under AOB, at which it was noted that Geoffrey Rivett had stated there were Non-Executives he had not seen for some time. Those present wished this point noted but not amended in the minute.

Tim Melville-Ross stated that where organisational development had been discussed under the divisional plans at the last meeting this was to include Governor development and training which is to be encouraged.

The role of lead Governor will be presented at the next Governors meeting.

Stuart Maxwell provided Governors with feedback from the recent Board of directors meeting which he had attended. He enquired about the availability of papers for the meeting. Papers are posted on the Trust website ahead of the meeting and to minimise printing costs copies can be made available on request. Slides used at the meeting will be sent to Governors.

Stuart Maxwell enquired as to whether Governors would be allowed access to the Part 2 session of the Board of Directors meeting. Tim Melville-Ross explained that at present the part 2 of the meeting will be held in private. He explained the reasons for this which is due to issues of patient, staff and commercial confidentiality as well as the formal discussions of strategic issues. The possibility of providing summary information in relation to the part 2 for Governors may be considered in the future.

4. Constitution

Charlie Sheldon presented the draft Homerton Constitution which has been reviewed and amended in line with the 3rd, 4th and 5th commencement orders to the Health and Social Care Act 2012. These statutory changes had been made following a review by Bevan Britton Solicitors on behalf of the Trust. Mr Sheldon provided the Governors with a summary of the changes noting that there is no longer a requirement for changes to be approved by Monitor.

The Governors discussed the revised constitution.

It was agreed that the wording under 25.2 could not be approved at this time and should be reworded so that significant transactions are defined if possible. This would be reviewed by the Board of Directors and returned to the Governors in May.

With the exception of 25.2 the Governors approved the statutory changes to constitution required under the Health and Social Care Act 2012. Under paragraph 11.2.2 the Governors agreed that the forward plan should be included as part of the information presented at the Annual Members Meeting. Governors discussed the approval process for the Constitution acknowledging that whilst amendments need approval of the membership the amendments agreed are statutory and are therefore required. This point was made at the last Annual Members Meeting where members were informed of the need to statutory changes.

The Governors noted a number of typographical errors which are to be amended.

A number of other points and queries were raised in relation to the Constitution which were not part of the amendments to be approved. These will need to be considered at a future date as part of a wider review and were as follows:

- Consideration of a change to 11.10 in respect of arrangements for Members to vote by post.
- Consideration of a change to 12.28 in respect of the quorum for Governors meeting.
- Clarification regarding 11.13 and 12.13 in respect of the Deputy Chair of the Council of Governors.
- Clarification regarding 12.17.2 in respect of eligibility to stand as a Governor if under 18 years of age given membership is open to anybody older than 16.

5. AOB

None.

