

Extra-Ordinary Council of Governors'

**Agenda and papers of a meeting to be held in
public**

**Wednesday, 18th
February 2026**

**For timings and
venue, please
refer to the
agenda.**

**EXTRA-ORDINARY MEETING OF THE COUNCIL OF GOVERNORS
WEDNESDAY, 18 FEBRUARY 2026 2.00 – 3.30P.M.
BOARD ROOM, TAVISTOCK CENTRE AND VIRTUALLY VIA MS TEAMS**

Living our values:



AGENDA

26/02	Agenda Item	Purpose Approval Discussion Information Assurance	Lead	Format Verbal Enclosure	Time	Report Assurance rating
OPENING ITEMS						
001	Welcome and Apologies for Absence	Information	Aruna Mehta, Chair	V	2.00 (5)	
002	Confirmation of Quoracy	Information	Aruna Mehta, Chair	V		
003	Council Members' Declarations of Interest	Information	Aruna Mehta, Chair	E		
GOVERNANCE						
004	Approval of Process followed for Merger by Acquisition	Approval	Rod Booth, Director of Strategy and Business Development	E	2.05 (80)	Limited <input type="checkbox"/> Partial <input checked="" type="checkbox"/> Adequate <input type="checkbox"/> N/A <input type="checkbox"/>
CLOSING ITEMS						
005	Any other business (including any new risks arising during the meeting): <i>Limited to urgent business notified to the Chair and/or the Trust Secretary in advance of the meeting</i>	Discussion	Aruna Mehta, Chair	V	3.25 (5)	
DATE AND TIME OF NEXT MEETING						
006	Thursday 26 th March 2026 at 2.00 – 4.00 p.m.					

REGISTER OF GOVERNOR INTERESTS - 2025/26 (LAST UPDATED 05/01/26)						
NAME	POSITION HELD (INCLUDING CONSTITUENCY)	FIRST APPOINTED	DESCRIPTION OF INTERESTS DECLARED	RELEVANT DATES		DECLARATION COMMENTARY
				FROM	TO	
Michael Arhin-Acquaah	Rest of London	October 2021 (1st term) December 2024 (2nd Term)	Research Assistant (employed/voluntary) at London South Bank University	Jun-23	present	No conflict as not involved in management decision making. - Working on project involving intervention courses for safeguarding staff working with transgender youth, particularly in the care sector. Developing signposting resources and research evidence to increase staff competence and confidence.
Stephen Frosh	Rest of London	December 2022 (1st term) December 2025 (2nd term)	NIL RETURN			
Sebastian Kraemer	Rest of London	December 2022 (1st term) December 2025 (2nd term)	NIL RETURN			
Roswitha Dharampal	Rest of London	December 2024 (1st term)	NIL RETURN			
Chidinma Uwakaneme	Rest of London	December 2024 (1st term)	NIL RETURN			
Natalia Barry	Camden	May 2022 (1st term) May 2025 (2nd Term)	Employed by the Royal Free Hospital Group as emergency medical consultant and associate medical director for clinical effectiveness	2019	present	No conflict declared – will withdraw from any decision making relating to the Tavistock & Portman NHS Foundation Trust in competition with Royal Free
			Husband owns healthtrata, a national NHS rostering system		present	No perceived conflict
Peter Ptashko	Camden	May 2025 (1st term)	NIL RETURN			
Sheena Bolland	Rest of England & Wales	October 2021 (1st term) December 2024 (2nd Term)	NIL RETURN			
Paru Jeram	Staff - Education & Training	December 2021 (1st term) December 2024 (2nd Term)	NIL RETURN			
Pauline Williams	Staff - Clinical, Academic, Senior	December 2024 (1st term)	NIL RETURN			
Chipo Mukoki	Student	May 2025 (1st term)	NIL RETURN			
Kathy Elliott (Lead Governor)	Stakeholder - Voluntary Action Camden)	December 2020 (2nd term)	Trustee and Co-Chair of Voluntary Action Camden (3)	Dec-25	present	Stakeholder Governor representing Voluntary Action Camden
			Trustee and Vice Chair of Voluntary Action Camden (3)	Sep-20	Dec-25	Stakeholder Governor representing Voluntary Action Camden
			Chair Caversham Practice Patient Participation Group (3)	06/01/2014	present	No perceived conflict. Previously Vice Chair. Started Chair role on 12 June 2025
Annecy Lax	Stakeholder - University of Essex	March 2025 (1st term)	NIL RETURN			
Councillor Anna Wright	Stakeholder - Camden	April 2025 (1st term)	NIL RETURN			

NAME	POSITION HELD (INCLUDING CONSTITUENCY)	FIRST APPOINTED	DESCRIPTION OF INTERESTS DECLARED	RELEVANT DATES		DECLARATION COMMENTARY
				FROM	TO	
	Council					
LEAVERS (TERMS OF OFFICE ENDED/ LEFT THE COUNCIL OF GOVERNORS IN 2025/26)						
Ffiona Dawber	Camden	May 2022 (1st term) To May 2025	NIL RETURN			
Katharine Knight	Student	May 2022 (1st term) To May 2025	Honorary Contract at Oxford Health NHS Trust	01/09/2022	N/A	
Susan Lendrum	Rest of London	December 2024 (1st term) To October 2025	Small Supervisory practice of two people in Scotland.	2014	N/A	
Maisam Dato	Staff - Admin & Technical	December 2022 (1st term)	NIL RETURN			
Robert Waterson	Stakeholder - University of East London)	December 2022 (1st term)	NIL RETURN			
Categories:						
1	Directorships including non-executive directorships, held in private companies or PLCs (with the exception of directorships of dormant companies)					
2	Majority or controlling shareholdings in organisations likely or possibly seeking to do business with the NHS					
3	Position(s) of authority in a charity or voluntary organisation in the field of health and social care					
4	Any connection with a voluntary or other body contracting for NHS services					
5	Any connection with an organisation, entity or company considering entering into, or having entered into, a financial arrangement with the Trust, including but not limited to lenders or banks					

MEETING OF THE EXTRA-ORDINARY COUNCIL OF GOVERNORS – Wednesday 18 February 2026			
Report Title: Approval of Process followed for Merger by Acquisition		Agenda No.: 004	
Report Author and Job Title:	Terry Willows, Director of Corporate Governance (TPFT & NLFT) Rod Booth, Director of Strategy and Business Development	Lead Executive Director:	Terry Willows, Director of Corporate Governance (TPFT & NLFT) Rod Booth, Director of Strategy and Business Development
Appendices:			
Executive Summary:			
Action Required:	Approval <input checked="" type="checkbox"/> Discussion <input checked="" type="checkbox"/> Information <input type="checkbox"/> Assurance <input type="checkbox"/>		
Situation:	Following the Board's formal agreement in early June 2025, the Strategic Outline Case (SOC) for TPFT's acquisition was submitted to NHSE. Subsequent integration planning, including NHSE challenge meetings in July, led to the SOC's approval on 25th July 2025, authorising progression to the Full Business Case (FBC) stage.		
Background:	<p>Much work has been undertaken with full completion of the Full Business Case, CYP Patient Benefits Case, and Post-Transaction Implementation plans and the Board has approved these and they have been submitted to NHSE. The slide pack at Annex A summarises the progress that has been made towards the merger by acquisition and the benefits the merger is designed to achieve.</p> <p>A summary of the FBC, CYP and PTIP is detailed below:</p> <ul style="list-style-type: none"> • Full Business Case (FBC) – as the central document to the application, this document builds on the rationale previously provided in the Strategic Outline Case. It covers in detail the background of both Trusts, why change is needed and an overview of how services and functions will run differently as an enlarged Trust. The Children and Young People's Business Case demonstrates patient benefits for this priority pathway. • Post-Transaction Implementation Plan (PTIP) – shows how the enlarged Trust will deliver the merger successfully and realise the benefits outlined in the FBC. It is intended to act as a practical tool to aid the delivery of Day 1, Day 30, Day 100 activities, and beyond. This document was created in collaboration with nominated workstream leads from across core business functions and services. (A detailed programme plan underpins this document and is used by the workstreams on a day-to-day basis to support delivery of plans.) <p>The details outlined in these application documents together make up our case for an enlarged NLFT. Following receipt of our final transaction application documents, NHSE are in the process of</p>		

	finalising their recommendations to the Secretary of State for Health and Social Care for his approval and issuing the Grant of Acquisition.				
Assessment:	<p>Before the transaction can proceed the governors are required to exercise their responsibilities under the Trust's constitution and approve the transaction.</p> <p>Subject to the Council of Governor's approval and that of the Secretary of State the enlarged NLFT will formally come into existence from 1st April 2026.</p>				
Key recommendation(s):	<p>This paper asks the Council of Governors to take its statutory decision in relation to the proposed merger by acquisition of Tavistock and Portman NHS Foundation Trust (TPFT) by North London NHS Foundation Trust (NLFT). The Council is asked to:-</p> <ul style="list-style-type: none"> • APPROVE the transaction in accordance with the requirements of the Trust's constitution 				
Implications:					
Strategic Ambitions:					
<input checked="" type="checkbox"/> Providing outstanding patient care	<input checked="" type="checkbox"/> To enhance our reputation and grow as a leading local, regional, national & international provider of training & education	<input checked="" type="checkbox"/> Developing partnerships to improve population health and building on our reputation for innovation and research in this area	<input checked="" type="checkbox"/> Developing a culture where everyone thrives with a focus on equality, diversity and inclusion	<input checked="" type="checkbox"/> Improving value, productivity, financial and environmental sustainability	
Relevant CQC Quality Statements (we statements) Domain:	Safe <input checked="" type="checkbox"/>	Effective <input checked="" type="checkbox"/>	Caring <input checked="" type="checkbox"/>	Responsive <input checked="" type="checkbox"/>	Well-led <input checked="" type="checkbox"/>
Alignment with Trust Values:	Excellence <input checked="" type="checkbox"/>	Inclusivity <input checked="" type="checkbox"/>	Compassion <input checked="" type="checkbox"/>	Respect <input checked="" type="checkbox"/>	
Link to the Risk Register:	BAF <input checked="" type="checkbox"/>		CRR <input type="checkbox"/>		ORR <input type="checkbox"/>
	<p>BAF 5: Risk of non-delivery of a sustainable future for the Trust care, education and training offer via delivery of a medium-term financial plan and merger with the North London Foundation Trust</p> <p>The Merger Programme Board has developed a Risk Log which reflects all the identified risks to the Merger Programme and mitigation and is linked to the Trust BAF.</p>				
Legal and Regulatory Implications:	Yes <input checked="" type="checkbox"/>			No <input type="checkbox"/>	
	Capsticks have been appointed as Trust legal advisors in support of the merger due diligence process.				
Resource Implications:	Yes <input type="checkbox"/>			No <input checked="" type="checkbox"/>	

	There are no resource implications associated with this report.			
Equality, Diversity and Inclusion (EDI) implications:	Yes <input type="checkbox"/>		No <input checked="" type="checkbox"/>	
	There are no EDI implications associated with this report.			
Freedom of Information (FOI) status:	<input checked="" type="checkbox"/> This report is disclosable under the FOI Act.		<input type="checkbox"/> This paper is exempt from publication under the FOI Act which allows for the application of various exemptions to information where the public authority has applied a valid public interest test.	
Assurance:				
Assurance Route - Previously Considered by:	NLFT and TPFT Task and Finish Groups – 04 and 18 November NLFT and TPFT Council of Governors – 27 November and 03 December Extra-Ordinary Board of Directors – 19 January Extra-Ordinary Board of Directors – 29 January Governor Briefing – 05 February			
Reports require an assurance rating to guide the discussion:	<input type="checkbox"/> Limited Assurance: There are significant gaps in assurance or action plans	<input checked="" type="checkbox"/> Partial Assurance: There are gaps in assurance	<input checked="" type="checkbox"/> Adequate Assurance: There are no gaps in assurance	<input type="checkbox"/> Not applicable: No assurance is required

Approval of Process followed for Merger by Acquisition

1. Purpose of the report

- 1.1. This paper asks the Council of Governors to take its statutory decision in relation to the proposed merger by acquisition of Tavistock and Portman NHS Foundation Trust (TPFT) by North London NHS Foundation Trust (NLFT). The Council is asked to:-

APPROVE the transaction in accordance with the requirements of the Trust's constitution

2. Background

- 2.1 Significant preparations have been made for the planned acquisition by merger of TPFT by NLFT. Annexe A sets out those preparations, and the expected benefits that the merger will deliver.
- 2.2 After reviewing the Full Business Case, NHS England confirmed their full support for the merger on 16 February. As a material rather than a significant transaction (under the national transactions guidance) and they do not issue a risk rating for the transaction.
- 2.3 However, the merger is still deemed a significant transaction in the Trust's constitution, and therefore the Council is required to discharge its duty to approve the transaction through a formal vote at the Council of Governors.
- 2.4 The Governors' formal vote is required following the formal Board of Directorate approval of the application at the Board of Directors meeting on 29 January 2026.
- 2.5 This paper sets out the process taken to engage and support the Council of Governors to discharge this responsibility.

3. Overview of the engagement process undertaken

- 3.1. In approving the transaction, Governors need to assure themselves that the Board of Directors has followed an appropriate process in deciding to undertake the transaction and that it has taken account of the interests of members and of the public in that process in approving such a transaction.
- 3.2. At its meeting on 04 December 2025, the Council of Governors approved a set of criteria to help them assess whether they could be assured about the Board of Directors' processes. The criteria agreed were as follows:-

<p>Criterion 1: Has the Board been thorough and comprehensive in reaching its proposal (i.e. undertaken proper due diligence)?</p>
<p>Criterion 2: Has the Board obtained and considered the interests of trust members, the public, student, staff and stakeholders as part of the decision-making process?</p>

3.3. The below table sets out the engagement that has taken place with the Board and Governors, relevant for assessment against the above criteria. Governors have had full access to review papers at, and attend, Board meetings in public.

Key Line of Enquiry	Report Details and Dates Received
Due Diligence	Reports received by the Board from June 2025 onwards. Full legal due diligence report received in July, September. Full amalgamated due diligence from October 2025 onwards. Detailed update in January 2026.
Risk Register	Reports received by the Board at Boards in Private and/or Board briefing/development session monthly – from June 2025
Full Business Case & Post Transaction Implementation Plan	Board Briefing Session in October 2025 with working drafts of Full Business Case, Post Transaction Implementation Plan and CYP Business Case (Appendix to FBC)
Programme Updates	<p>May 2025 – Development Session, Programme Development, governance, timelines, rationale for merger</p> <p>June 2025 – Detailed programme documentation, key updates, due diligence, and risks, Strategic Outline Case progress</p> <p>July 2025 – Update paper and supporting presentation to Private Board including summary update, Strategic Outline Case Review, Full Business Case and Post Transaction Implementation Plan development, legal due diligence process, internal due diligence process, risk register review</p> <p>September 2025 – Trust Board Meeting in Private with receipt of Strategic Outline Case review progress, NHSE's Supportive Governance Review of TPFT, Education Options Appraisal and legal advice, key programme updates, Full Business case and documentation progress, legal due diligence (final report)</p> <p>October 2025 – Board briefing session with full working drafts of Full Business Case, Post Transaction Implementation Plan and CYP Patient Benefit Case appendix were received and comments received.</p> <p>November 2025 - Key programme updates, timeline, focus on all Due Diligence matters, Committee Changes</p> <p>January 2026 – Full details of final Financial case and NHSE Support Package Offer, full details of due diligence and risk registers.</p>
Council of Governors	<p>May 2025 – initial briefing to TPFT Council of Governors.</p> <p>May, October and December 2025 – formal sessions held at TPFT Council of Governor meetings .</p> <p>Summer 2025 – NLFT Chair held 1:1s with TPFT Non Executive Directors.</p> <p>September 2025 – NLFT and TPFT Chair and Lead Governors meeting.</p> <p>October 2025 – NLFT Chair attended TPFT Annual Members Meeting</p> <p>November 2025 – Task and Finish groups held.</p>

4. Voting requirements

4.1. Paragraph 43.2 of the Trust's constitution sets out the voting requirements in respect of a significant transaction:-

“The Trust may enter into a significant transaction only if more than half of the members of the Council of Governors of the Trust voting approve entering into the transaction.”

5. Recommendation

- 5.1. The Council of Governors is asked to note the recommendation from the Board and the draft resolution below:

Following due and careful consideration, the Trust Board of Directors of Tavistock and Portman NHS Foundation Trust has reached the decision to proceed with the transaction between NLFT and TPFT.

Further to the supporting information received by the Council of Governors on the transaction process and how the evaluation criteria has been met, the Board of Directors recommend that the Council of Governors approve the merger transaction and pass the draft resolution set out below:

Draft Resolution:

The Council of Governors is satisfied that the Board of Directors of Tavistock and Portman Foundation Trust (TPFT) has been thorough and comprehensive (i.e. undertaken appropriate due diligence) in reaching its proposal to merge by acquisition of TPFT by North London NHS Foundation Trust (NLFT) under section 56A of the National Health Service Act 2006 and has obtained and considered the interests of trust members, workforce, the public, students and stakeholders as part of the decision-making process. Therefore, the Council of Governors resolves to approve NLFT’s application with TPFT to NHS England for their merger by statutory acquisition.

Merger by Acquisition of the Tavistock and Portman NHS Foundation Trust into North London NHS Foundation Trust

Council of Governors
18 February 2026

Decision required – transaction approval

- Under the constitution, the Council's approval is needed for the merger transaction.
- Governors' role in approving the transaction under the relevant legislation is to consider whether:
 1. The Board has been thorough and comprehensive in reaching its proposal (i.e. undertaken proper due diligence); and
 2. The Board has obtained and considered the interests of trust members, the public, students, staff and stakeholders as part of the decision-making process.
- To help governors in reaching this decision the Council agreed a range of criteria at its November meeting.
- Since that meeting a briefing session has been provided to the Council, and Governors have been invited to attend the Board in Public in January 2026.
- This builds on the engagement and updates provided to the Council over the past year or so.
- Governors are therefore asked to consider the draft resolution provided by the Board as set out overleaf:

Board recommendation

- The Council of Governors is asked to note the recommendation from the Board and approve the draft resolution below:

The Council of Governors is satisfied that the Board of Directors of Tavistock and Portman Foundation Trust (TPFT) has been thorough and comprehensive (i.e. undertaken appropriate due diligence) in reaching its proposal to merge by acquisition of TPFT by North London NHS Foundation Trust (NLFT) under section 56A of the National Health Service Act 2006 and has obtained and considered the interests of trust members, workforce, the public, students and stakeholders as part of the decision-making process. Therefore, the Council of Governors resolves to approve NLFT's application with TPFT to NHS England for their merger by statutory acquisition.



North London
NHS Foundation Trust

What we are doing and why

Timeline, Case for Change, Vision, Clinical Strategy, Benefits

Case for Change

The North London NHS landscape stands at a critical juncture. We face a choice: continue navigating a fragmented and financially strained system or embrace a transformative opportunity to reshape mental health services for the better.

The proposed merger by acquisition of TPFT by NLFT represents not merely a desirable evolution, but a necessary response to significant challenges and exciting, yet untapped, potential. Maintaining the status quo is simply not sustainable; decisive action is required to secure a brighter, more resilient future for mental health provision in North Central London.

Creating a fully integrated 0-25 children and young people's pathway

Supports greater financial stability and wider use of resources for NCL mental health services

Becoming an international Education and Research Provider, setting the standards for others to follow



Leading the way with national centres of excellence, such as forensic psychotherapy

Offering seamless community care pathways for the people of NCL, improving inequalities

Benefits of the Acquisition

Service Users

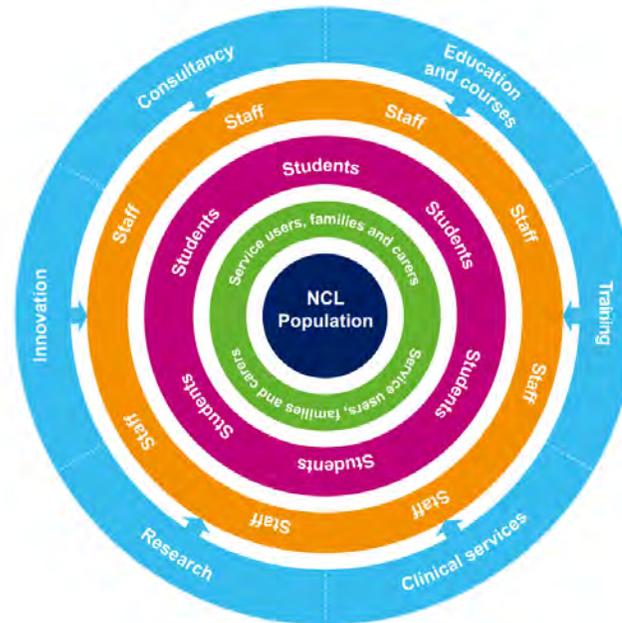
- Improved **access to specialist support**, integrated physical and mental healthcare, and a broader range of services.
- More holistic, **patient-centred care delivered within the community** setting.
- **Smoother service user pathways and reduced duplication.**

Organisation

- **Improved financial efficiency** and smarter resource allocation.
- **Enhanced research capabilities**, innovation, and system-wide transformation.
- **Opportunities for national/international leadership.**
- **More streamlined operations** and investment in innovative technology.

PBC Children, Young People & Families

- Feel **heard and involved**
- **Choice**: services that understand you
- **Digital tools to stay in control**
- Joined-up services that **work together**
- **Same experience** of services wherever you live
- Getting help that is **fair and easy**



Workforce

- **Better career development**, well-being support, and improved recruitment and retention.
- Stronger, **more connected clinical workforce with enhanced skill mixes.**
- **More training, education, student placement and research opportunities** including emerging areas and funding access.

Students

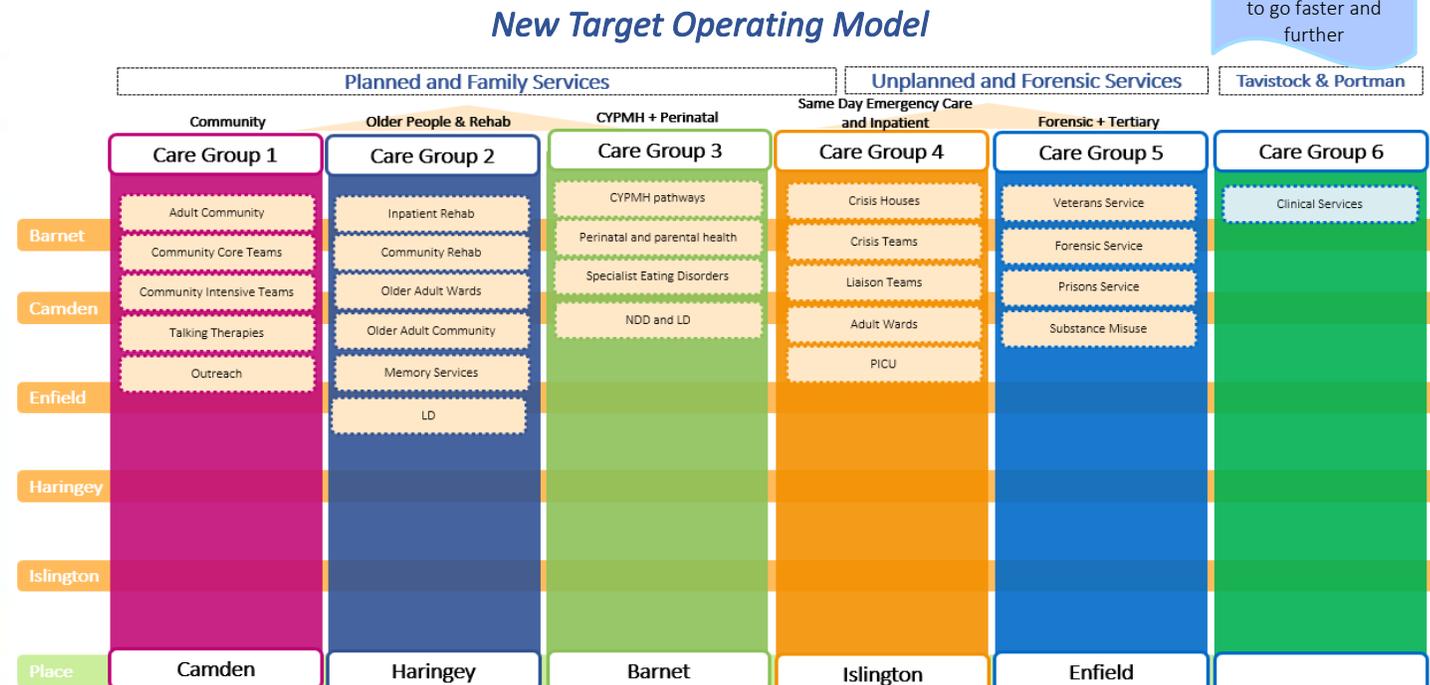
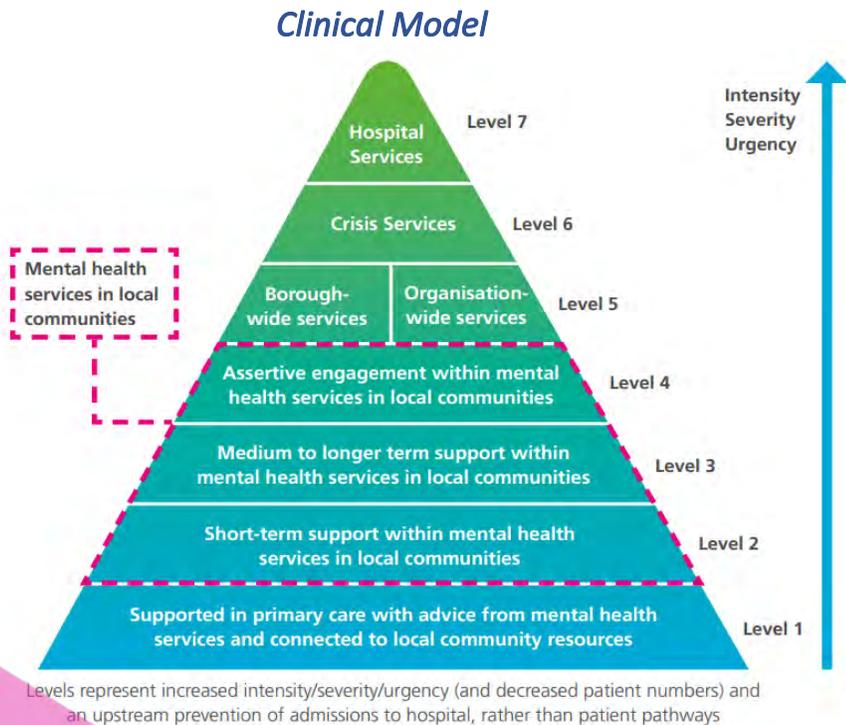
- **Expand professional development** opportunities for staff, **increases trainee placements** and student numbers
- Create more **opportunities for the local community** to explore mental health careers and professional training
- **Strengthen academic partnerships** and expand into new local and international educational markets.

Enabling our Clinical Strategy

This acquisition presents a unique opportunity for NLFT to leverage TPFT strengths in education and CYP services. This collaboration will be instrumental in driving innovation and creating a more comprehensive and effective service model across North Central London, ultimately extending the reach and impact of our expertise. The ICB merger of North Central and North West London on 1 April 26 is expected to enhance mental health services by providing larger scale and more resources, and our merger directly supports this by supporting reducing MH service providers from three to two; NLFT and CNWL

TPFT's specialist knowledge and experience will be directly applied to significantly benefit and enhance CYP services across the entire region. With a new shared leadership and direction, this allows us to play a leading role in shaping improved outcomes and developing new service models, contributing substantially to the advancement of mental health provision for young people.

Our newly implemented operating model will see TPFT Clinical Services initially as a sixth care group, supporting a safe clinical landing and in recognition of the expertise TPFT's services and clinicians bring.



Vision for our new Trust

Exceptional Service Delivery

Offering unparalleled experience and quality; seen as a gold standard Mental Health provider.



Outstanding Education and Training

A magnet for talent, offering unparalleled career & training opportunities for staff/students.



Best-in-Class CYP Provision

A driving force leading the way for improved Mental Health in Children and Young People



Centre of Excellence

Known as experts in research and innovation; with recognition as a pioneer of best practice standards.



Nurtured the Tavistock brand

Amplified Tavistock brand and impact, through enhanced scale and resources



National Growth and Scale

Renowned as the leading organisation for Psychotherapy, with a wide-reaching national presence



Globally Recognised

An internationally recognised leader in all aged mental health services

Merger by Acquisition Plan on a Page – Go Live 1 April 26



Strengthened financial position



TPFT Clinical Services As 6th Care Group



Integration aim to go faster and further



Stabilising TPFT Education offering



Corporate functions. We will need to go faster on this .

Case for Change

- TPFT, England's second-smallest NHS provider, faces unsustainable financial pressures, with a significant underlying deficit, exacerbated by service decommissioning. Its small-scale limits independent recovery.
- North Central and North West London ICB merger on 1 April 26 is expected to enhance MH services; and reduces ICB MH providers from three to two.
- Together we can support greater stability, use resources more effectively.
- We can stabilise, sustain and grow the unique education function with focused effort.

Common Purpose

- The NHS faces surging demand, health inequalities, and workforce shortages.
- Together, we can drive the shift to community-based, digital, and preventative care, offering consistent services across NCL

Clinical Strategy

- A 'lift and shift' approach TPFT clinical services in the short-term, ensuring continuity of service provision, quality and leadership.
- The longer-term ambition is to more comprehensively integrate TPFT into the NLFT operating model. This will allow for greater consistency and equity in how MH services are delivered across NCL.
- As a sixth clinical care group, TPFT will be governed in the same manner as the existing five care groups.

Options Appraisal

- Independent reviews concluded the TPFT financial position is unsustainable, making merger essential.
- Following an EoI process, NLFT were identified as the optimal merger partner.
- Through a collaborative process, both Trusts have developed detailed plans to deliver the proposed merger case.

Vision for an Enlarged NLFT

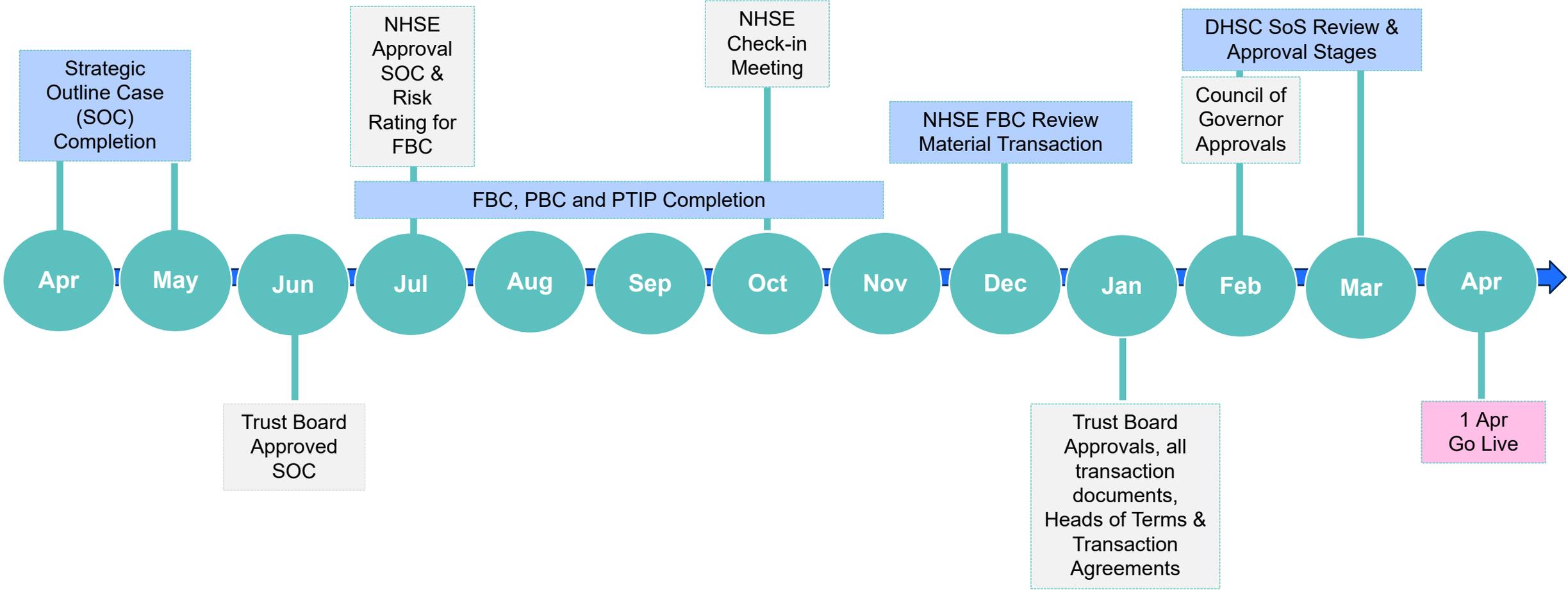
- Global leader in patient-centred mental health, pioneering integrated care, training, and education.
- Streamlined operations, empowers staff, and establishes a QI Centre of Excellence.
- National psychotherapy growth and best-in-class CYP mental health provision.

Strategic Benefits

- Financial stability and operational efficiency: Stabilising, sustaining and then growing clinical and education services. Drives cost savings
- Enhanced Clinical Care: Delivers integrated, patient-centred services with expanded specialisms.
- Leading Research Hub: Establishes a world-class mental health research centre.
- Stronger Workforce: Boosts training, development, and talent pipeline.



Summary High Level Timeline





North London
NHS Foundation Trust

Engagement Activity

Jasmin Chin
Principal Clinician / Clinical Psychologist

"It felt important for us to come together as one collective body of staff, to acknowledge our shared histories & values, as well as unique ways of working across the Trust, ahead of the merger. I was pleased to hear from NLFT colleagues that they also value offering high quality care close to where people live, trauma informed practice & leadership and that equity of outcome was a key principle. Attending the event has helped me to focus on how our disciplines and teams can get ready (and how we, when we already do well) and be honest about our own gaps and inconsistencies in practice."



Rachel James
Director of Therapies

"I found yesterday's merger meeting a very positive and an encouraging experience. It was clear that NLFT have strong commitment to preserving our Trust's legacy and internationally recognised brand, while ensuring the financial sustainability needed to protect the future of our services."

"I was particularly reassured by the focus on equality, diversity and inclusion, and on reducing unwarranted variation in care. The discussion highlighted the potential to deliver more seamless services and improve patient and student outcomes and experiences, especially for those communities who often face the greatest barriers. I also valued the recognition of our longstanding, long-term workforce and the importance of maintaining strong relationships at every level, from the frontline to the board."

"Most of all, I appreciated the openness and transparency shown by the leadership team, and their willingness to listen and work with us, which gives real confidence and optimism about the opportunities ahead. I am keen to continue building a strong, collaborative partnership with our merger colleagues on this journey together."

Adithi Bangalore Srinivas, Junior Contracts & Performance Manager

"The session was a valuable opportunity to address key merger points and clarify uncertainties. The open conversations helped build trust by creating a shared sense of transparency and understanding, allowing everyone to feel a bit more at ease."

"I'm hoping for a structured or a breakdown of how the merger will take place along with the timelines."

Lottie Laverty, Senior Clinical Lead

"It was good to meet with NLFT leaders at the merger event earlier this week, there are clearly some synergies with the values and direction of both organisations that will hopefully make for an easier merger and transition. It was reassuring to hear that NLFT are interested in the specifics of what we want to keep hold of from the Tavi."

"I was also interested in the opportunity of the Trust being a leader in the mental health field, particularly in thinking more closely about what clinical effectiveness means and how we can evidence this more so, in a way that makes sense clinically whilst appreciating the very changing NHS landscape we sit within."



Matt Lingard

"I found the session really encouraging and valued the two-way conversation. It was a good opportunity to learn more about NLFT and ask questions about the Trust and the merger process. They were really keen to hear from us too, so we were able to tell them more about what we do and what we feel is important to retain post-merger."



Aruna Sesay,
Support Services Supervisor

"I think today's meeting was great, and there was a lot of information that I needed to hear and a lot of great questions and answers as well."

"I still think it's a work in progress and as the magic gets along, a lot more information will be given to staff. I think the meeting was needed, as you can see from the outcomes today a lot of people had curious questions they wanted to ask and they got to ask those questions. A lot of questions speaks volumes and they speak for the entire team."

TPFT All Staff Engagement Events



Three engagement events held on 15th, 16th and 25th September – two in person and the third on MS Teams

'Colleagues engage with North London FT leaders in update and Q&A session

Over 100 colleagues attended this week's merger engagement events, where they got the chance to hear and ask questions from North London Foundation Trust's Deputy CEO Natalie Fox and other members of their executive team.

Following the second engagement event, Natalie commented on how "the energy in the room was inspiring – people spoke openly about what they are most proud of in their services, their teams, and the Trust's strong legacy of innovation and excellence."

Natalie noted how "a key theme was the importance of protecting and carrying forward what matters most to staff and patients – the values, specialist expertise, and unique approaches to care that have defined Tavistock and Portman. At the same time, there was a real appetite to look ahead and explore how coming together will allow us to deliver even greater benefits for patients, students and staff."

"We also reflected on how joining forces can help reduce duplication and free up more time, resources for direct patient care and enhance opportunities for our staff and students."

The discussion highlighted both pride in the past and excitement for the future. Protecting what is unique while working together to enhance care will be central to the next phase of this journey.

"Big thank you to everyone that contributed to the discussions this week."

Join the discussion

The next event will be taking place online, on Thursday 25 September and will be hosted by [Ajmer Kandola](#), Chief Executive at NLFT and [Natalie Fox](#), Deputy Chief Executive at NLFT.

During the event you will hear;

Our shared vision and the North London Way

Setting out the plan for the merger by acquisition

North London's people promises

How you will get the opportunity to have their say and engage in the process

There will be an interactive element to the meetings where you will have the opportunity to answer questions online using Mentimeter, as well as time for a question and answer session at the end.

The final session will be recorded and published on the intranet for those staff who cannot attend any of the sessions.'



CYP Provider Collaborative – Staff Engagement





North London
NHS Foundation Trust

Details of Board Assurances and Due Diligence

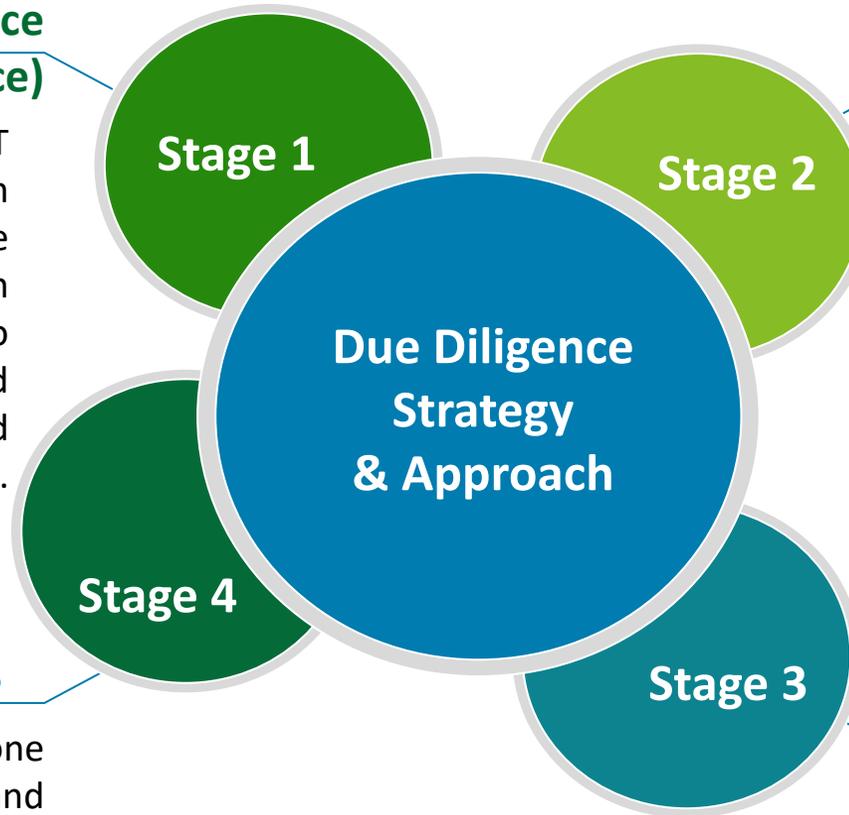
Due Diligence Process – Staged Approach extending to 850 lines of enquiry

From Spring 2025 – Local Due Diligence (NHSE Transaction Guidance)

Once the intention to explore a NLFT-TPFT merger was confirmed, the transaction team instigated an extensive query/evidence gathering process based on NHSE transaction guidance. Potential issues, concerns or risks to the transaction or integration were identified through this work and are being worked through.

From October 2025 – Final Reports/Outcomes

Amalgamating all due diligence into one place, with governance for reporting and tracking progress. Significant work continues by NLFT Executive Workstream Leads, Workstreams members and supported by Internal Transaction Team to address outstanding/close down to satisfaction both before and after the Transaction date



From Summer - Legal Due Diligence

Bevan Brittan (NLFT) and Capsticks commissioned to complete Legal Due diligence with cross-over / building on local due diligence but with emphasis on legal elements. Several iterations of the report following further information requests. Recommendations showed further / ongoing work needed to close down/action

From Summer – Financial & Commercial Due Diligence

Carnall Farrar (and Seagry) commissioned to provide an objective assessment of commercial and financial elements to inform decision-making – identifying risks, validate assessments and confirm transaction supports sustainable service delivery/responsible investment in public resources.

Due Diligence Process – Position statement

Significant due diligence activities has extended to c850 lines of enquiry (Local, Legal, Commercial, Financial and Commercial) since May 2025, and the process continues to action, address and complete mitigation actions pre and post-merger.

Executive Leads and their workstreams continue to lead the progress with these items through all of the Workstream meetings

Within the legal items remaining these are RAG rated amber and green and recommended for closure pre and post-completion of the transaction. In this category there are 50 open Legal Due Diligence items, 42 are risk rated amber and 8 risk rated green. 39 of these are Amber rated, with a requirement to close 24 items pre-completion, 13 pre and post, and 5 post merger. Green rated open items include one for information, 3 for completion pre and 4 for completion post.

Many of the HR items outstanding relate to the TUPE process and receipt of ELI (Employment Liability Information) e.g. final staffing lists, training, appraisal rates.

At the NHSE Quality Review meeting the NHSE team took the opportunity to ask detailed questions about the clinical due diligence process and items identified. These related to outstanding action where improvement and targeted support plans are in pace and assurances given that items were progressing and action plan items being addressed

NHSE KLOE	Progressing
Clinical	11
Clinical & Corporate	1
Clinical (nursing)	1
Commercial	5
Communications	1
Corp Gov	13
Digital	11
Education & Training	10
Estates	9
Finance	5
General	1
Gov - Clinical	2
HR	31
Management	
Information	1
Other	1
Grand Total	103

Board Assurances Provided (1/2)

- Board scrutiny – briefings, reports and discussions at Board / Board workshops
- Involvement in NHSE’s Clinical Quality and Financial Governance review processes completed – NHSE are currently finalising this process
- Programme governance – including two Non-Executive Directors members of the Joint Merger Transition Programme Board, and a Governor Task and Finish Group. EMC meetings fortnightly to receive progress updates and consider key items for consideration and approval.
- Children and Young People Patient Benefits Case (Appendix to Full Business Case) – thorough and engagement with children, young people, families and their carers to develop driven by NLFT’s operational and clinical leads as lead for the CYP Provider Collaborative. Analysis and benchmarking - undertaken to develop our proposals and supporting detailed plans
- Engagement with employees - this is key to this acquisition and work continues on our cultural implementation plan:
- TPFT plans in readiness for the ‘TUPE’ Transfer of Undertakings (Protection of Employment) Regulations 2006 – consultation and engagement with employees on TUPE, the change process, benefits and outcomes including CEO webinars
- The Post Transaction Implementation Plan details all of our key plans and Day 1 deliverables, with weekly workstream meetings, all of which form part of our oversight and programme governance regime.
- The Board has received assurances and regular briefings and updates on the due diligence process undertaken, including through our external lawyers, and through this process has been sighted on transaction risks identified, and mitigating actions taken. This process is ongoing.

Board Assurances Provided (2/2)

Key Line of Enquiry	Report Details and Dates Received
Due Diligence	Reports received by the Board in from June 2025 onwards. Full legal due diligence report received in July, September. Full amalgamated due diligence from October 2025 onwards. Detailed update in January 2026.
Risk Register	Reports received by the Board at Boards in Private and/or Board briefing/development session monthly – from June 2025
Full Business Case & Post Transaction Implementation Plan	Board Briefing Session in October 2025 with working drafts of Full Business Case, Post Transaction Implementation Plan and CYP Business Case (Appendix to FBC)
Programme Updates	<p>May 2025 – Development Session, Programme Development, governance, timelines, rationale for merger</p> <p>June 2025 – Detailed programme documentation, key updates, due diligence, and risks, Strategic Outline Case progress</p> <p>July 2025 – Update paper and supporting presentation to Private Board including summary update, Strategic Outline Case Review, Full Business Case and Post Transaction Implementation Plan development, legal due diligence process, internal due diligence process, risk register review</p> <p>September 2025 – Trust Board Meeting in Private with receipt of Strategic Outline Case review progress, NHSE’s Supportive Governance Review of TPFT, Education Options Appraisal and legal advice, key programme updates, Full Business case and documentation progress, legal due diligence (final report)</p> <p>October 2025 – Board briefing session with full working drafts of Full Business Case, Post Transaction Implementation Plan and CYP Patient Benefit Case appendix were received and comments received.</p> <p>November 2025 - Key programme updates, timeline, focus on all Due Diligence matters, Committee Changes</p> <p>January 2026 – Full details of final Financial case and NHSE Support Package Offer, full details of due diligence and risk registers.</p>
Council of Governors Meetings	Formal sessions held in May, September and December; task and finish groups in November. Briefing session in January 2026.
Camden Adult Health and Overview Scrutiny Committee	5 November 2025 – Presentation and merger case paper.