



UNADOPTED Minutes of a meeting of the Council of Governors
held at Sheffield Wednesday Football Ground on Tuesday 27 September 2022 at 2:00 pm

PRESENT: Annette Laban (Chair)

PATIENT AND PUBLIC GOVERNORS

Steve Barks	Paul Dore	Sheila Reynolds	Shirley Sherwood
Steve Bell	Martin Hodgson	Joe Saverimoutou	Jim Steinke
George Chia	Ian Merriman	Harold Sharpe	Mark Wilcox
Michelle Cook	Jane Pratt		

STAFF GOVERNORS

Irene Mabbott

PARTNER GOVERNORS

None

IN ATTENDANCE

David Black	Medical Director (Development)
Tony Buckham	Non-Executive Director
Sandi Carman	Assistant Chief Executive
Mark Gwilliam	Director of Human Resources and Staff Development
Jennifer Hill	Medical Director (Operations)
Vicki Leckie	Interim Chief Operating Officer
Kirsten Major	Chief Executive
Chris Morley	Chief Nurse
John O’Kane	Non-Executive Director
Jane Pellegrina	Membership Manager (Minutes)
Julie Phelan	Communications and Marketing Director
Maggie Porteous	Non-Executive Director
Neil Priestley	Chief Finance Officer
Rosamond Roughton	Non-Executive Director
Toni Schwarz	Non-Executive Director
Mark Tuckett	Director of Strategy and Planning

APOLOGIES - GOVERNORS

Paulette Afflick-Anderson	Steve Jones	Lewis Noble	Cressida Ridge
Jo Bishop	Kaye Meegan	Liz Puddy	David Warwicker
Angela Foulkes			

APOLOGIES - BOARD MEMBERS

Gul Hussain	Chris Newman	Shiella Wright
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MEMBERS OF THE PUBLIC/OBSERVERS

Anne Eckford
Gilly Conway, AuditOne
Roxanne Maritz, Business Manager, Chief Executive Office

COG/22/25

Welcome and Apologies

Annette Laban welcomed everyone to the meeting and the above apologies were noted.

COG/22/26

Declarations of Interest

There were no declarations of interest.

COG/22/27

Minutes of Council of Governors meeting held on 24 May 2022

The Minutes of the meeting of the Council of Governors held on 24 May 2022 were **AGREED** and **APPROVED** as a correct record of the meeting.

COG/22/28

Minutes of a private Council of Governors meeting held on 15 June 2022

The Minutes of the private meeting of the Council of Governors held on 15 June 2022 were **AGREED** and **APPROVED** as a correct record of the meeting.

COG/22/29

Minutes of an extraordinary Council of Governors meeting held on 16 August 2022

The Minutes of an extraordinary meeting of the Council of Governors held on 16 August 2022 were **AGREED** and **APPROVED** as a correct record of the meeting.

COG/22/30

Matters Arising

Sandi Carman referred to the Action Log at Enc D. The following responses were provided:

Action 12 – Freedom To Speak Up Guardians had been asked to present at the Council of Governors meeting on 29 November 2022.

Action 13 – Jennifer Hill had discussed recommencing face-to-face meetings for patient groups with the Clinical Expert Group and it was agreed that, with social distancing at over 1m being maintained where possible and windows kept open to improve ventilation, these groups could proceed.

It was **AGREED** to close both Actions.

There were no further matters arising.

COG/22/31

Q&A Session following Board of Directors Meeting held on 27 September 2022

Governors and Board colleagues reflected together on issues discussed at the Board of Directors' meeting held in public earlier that day and other appropriate topics. During discussion the following points were highlighted:

- Governors commented that at five hours duration the Board meeting was very long, particularly for observers with no opportunity to contribute. Annette Laban said that a significant element of the Board agenda was driven by the national agenda and, although the agenda was full, she was keen to ensure that adequate time was allocated for a detailed discussion of all items and that a clinical update was included.
- Governors reflected that the duplication of items on the Council of Governors and Board of Directors agendas was unfortunate and Martin Hodgson hoped that this could be avoided in future. Annette said that this would be reviewed.
- With governors no longer invited to observe at Board Committees, Martin Hodgson encouraged governors to attend Board meetings in public to observe challenges from the Non-Executive Directors (NEDs). Responding to Steve Bell's comment that there was limited challenge from NEDs at the Board, John O'Kane said that NEDs also challenged outside the Board meetings, for example at Board Committee meetings. In response to a query from Steve Barks regarding challenge from NEDs in respect of the Care Quality Commission (CQC) inspections Ros Roughton said she was confident that there had been adequate scrutiny in relation to maternity issues. Sandi Carman noted the governor role to seek assurance from NEDs at the Council of Governors' meeting. Martin Hodgson said he hoped that future Council of Governors' agendas could facilitate this. He commented that governors would be discussing this issue at the upcoming Governors' Time Out.

COG/22/32

Presentation on Organ Donation

Annette Laban said that unfortunately, as previously notified to governors, due to the presenter's clinical commitments this item had been postponed.

COG/22/33

Getting Back on Track

Mark Tuckett said that recent times had been challenging but the Trust now had an opportunity to get back on track over the next 12 to 18 months. In getting back on track it was essential to address the CQC's findings, manage the Trust's finances in a difficult financial environment and develop closer working relationships in the South Yorkshire Integrated Care System. In getting back on track the aim was to deliver excellent quality patient care; have fulfilled and supported staff; be clinically ambitious and a leader in teaching and research and be a well-managed, forward thinking organisation.

- Delivering Excellent Quality Patient Care

(a) Update on CQC Action Plan

Jennifer Hill reminded governors of the outcome of the CQC inspection report and shared details of the Action Plan. Jennifer highlighted and progress as follows:

- Outcomes had been identified and good progress was being made.
- The Board of Directors had oversight, assurance was being provided through monthly reports to the Board, the Trust Executive Group and to the Quality Committee.
- Challenges were being addressed by a CQC Compliance Oversight Group that met monthly.
- Ward quality support visits were continuing across the organisation.
- Information was shared with wards at weekly meetings between the deputy chief nurse and matrons.

In response to Steve Barks' query regarding the status of the Section 64 Notice in relation to Child and Adolescent Mental Health Services, David Black noted to governors that Sheffield Children's Hospital was the lead trust. He said that there was more to be done around commissioning of services for young adults but work was ongoing in collaboration with partners.

(b) Well-led Developmental Review of Leadership and Governance

Sandi Carman reported that the Board had engaged AuditOne to undertake a review of leadership and governance and, as previously notified to governors, Gilly Conway from AuditOne was observing at today's Council meeting as part of the review.

The review would be similar to the CQC's well-led review and was structured around the eight key lines of enquiry. It began mid-August and the Board would receive the final report on 28 November 2022.

There were no questions from governors.

(c) Update on Patient Care Recovery Plan (PCRP), including Winter Plan

Vicki Leckie reported that the PCRP was focused on Elective, Cancer and Emergency pathways and aimed to safely increase the volume of planned care the Trust provided, reduce the time patients waited for planned treatment; cancer treatment and emergency care and reduce the time patients waited to be discharged.

There were no questions from governors.

- Fulfilled and Supported Staff

Mark Gwilliam said that our staff had been working through unprecedented times, staff were tired and morale had been affected but the Trust was working hard to provide support. A new People Strategy was being developed. High priority job vacancies were being targeted with an attraction programme and significant work to improve and sustain recruitment timescales and processes was ongoing. With the implementation of a programme of equality, diversity and inclusion awareness for senior leaders Mark said the Trust aimed to become a more inclusive organisation that championed difference and diversity.

In response to Steve Barks' query about actions to retain staff during challenging times Mark said the Trust had a good staff retention record, the need to improve life at work was a priority and the introduction of the new Electronic Patient Record would have an impact. He said that the results of the staff survey continued to be used to inform ongoing work to support staff, develop their potential and provide a positive work/life balance.

There were no further questions from governors.

- Clinically Ambitious and Research Leader

David Black said that research was integral to everything that the Trust did and it was important to build on current strengths. The five pillars of the Research and Innovation Strategy focused on:

- Building on capacity and capability

- Involvement of patients and the public
- Partnership working
- Improving outcomes and quality of care
- Supporting a vibrant and sustainable economy

David reflected on the importance of raising the Trust's research profile and of sharing our successes and said that through a series of internal and external communications we would increase the visibility of our research and innovation collaborations and that an outward facing approach would be developed through partnership working with universities and local partners. He said that a marketing and communication strategy promoting the Sheffield brand would also demonstrate the Trust's research and innovation capabilities and infrastructure to potential partners.

There were no questions from governors.

- **Well Managed, Forward Thinking Organisation**

Kirsten Major reported on a systematic approach to getting back on track and a revised organisational strategy. She said that the Board was focussed on recovery with dedicated time at Board meetings for reports from the Maternity Improvement Board. In commissioning the independent well-led review the Board was looking to its development in the coming months. Additionally, to ensure Board oversight and scrutiny of the management of risk, the Integrated Risk and Assurance Report had been refreshed to become a Board Assurance Framework (BAF). The BAF was structured around eight strategic risks extending the scope of operational risk reporting to the Board.

There were no questions from governors.

COG/22/34

Chief Executive's Report

Kirsten Major gave a presentation that provided an update on the situation regarding Covid-19, the Trust's general position and other areas of interest.

Kirsten highlighted the following key points:

Covid-19 and Vaccination Programme Updates

- There were 102 Covid-19 positive inpatients and there were no patients being cared for in critical care. There had been six admissions in the previous 24 hours and three patients were discharged. During the pandemic to date there have been 1,502 deaths in hospital and a total of 11,514 hospital admissions.
- The Trust had moved from moderate to low prevalence and remained focussed on safely providing urgent and emergency services and planned elective care.
- Vaccinations for the Covid-19 autumn staff booster programme and flu had commenced. A small public Covid-19 vaccination service continued to be available at Longley Lane.
- The Trust continued to work with regional colleagues in planning for a wider vaccination programme, including Covid-19; flu and other vaccines, for 2023/24 onwards.

Operational Performance June – August 2022

- A&E 4 hour standard: for August 75.25% of patients attending A&E were seen within four hours compared to a national performance of 71.4%, against the national target of 95%. Performance previously had been 74.0% in July and 73.82% in June.
- 18 week planned care: in August there had been an increase to 2,914 in incomplete 52 week waits and a decrease in 104 week wait breaches to 28. The percentage of

patients waiting fewer than 18 weeks for treatment at the end of August was 68.52%. National performance for August was 61.0%.

- Cancer waiting times: for April to June continued to be challenging and below target.
- Diagnostic waits within six weeks: continued to be challenging, the figure for June had been 69.71%, for July it had been 66.70% and for August it was 65.06%, this compared with the national performance for July of 72.1%.

Financial Update:

- Financial Plan 2022/23
 - Including additional national inflation funding the Trust was forecasting a balanced plan, the South Yorkshire System had submitted a plan to break even, with a £25m gap.
 - The savings provided by lower activity levels were creating under-delivery on efficiencies.
 - There were a number of uncertainties/pressures.
- Capital Position 2022/23
 - The planned capital spend was £58m but there was a high risk of slippage.
 - NHSE approval for the Electronic Patient Record, RHH Orthopaedics Hub and RHH Endoscopy business cases, over £21m capital funding, were all assumed in the Capital Plan.

Kirsten concluded her update with the excellent news that Volunteers at STH had been awarded the Queen's Award for Voluntary Service, the highest award that a local voluntary group could receive in the UK and equivalent to an MBE.

There were no questions from governors.

COG/22/35

Governors' Matters

(a) Unadopted Notes of Governors' Forum Meeting held on 30 August 2022

Martin Hodgson, Lead Governor, referred to Paper E, Notes of the Forum meeting held on 30 August, and reported on an informative conversation with Annette Laban and Ros Roughton, Non-Executive Director (NED). Ros had confirmed that in relation to the CQC inspections of Maternity Services NEDs were well sighted. Governors had a short conversation about future arrangements for the Governors' Forum and for Council of Governors meetings and had agreed to discuss these in more detail at the upcoming Governors' Time Out. Martin said that governors had shared their observations of joining the Board/Governor Out and About Visits the experience had been generally very positive.

(b) Report from Council of Governors' Nomination and Remuneration Committee (NRC)

Steve Barks, Vice-Chair of the NRC, reported that the NRC had met once since the last Council of Governors meeting.

Steve said that to ensure that the NRC could continue to appoint with confidence there had been a detailed review of this year's process to appoint our newest NED, Gul Nawaz Hussain, from establishing with the executive search agency at the outset of the recruitment process our expectations in terms of the search for candidates to ensure diversity, skills and background to fill any gaps in the NEDs on

the Board to ensuring the best possible range of candidates to fulfil our aim of appointing effective and value-adding NEDs to the Board.

Steve reported the NRC had discussed its work plan for the next 16 months, including the appointment of a new NED to replace John O’Kane who would complete his final term of office as a NED in 2023. As Chair of the Audit Committee candidates for this NED role must be chartered accountants. Also in 2023 NEDs Shiella Wright and Ros Roughton would complete their first terms of office and Tony Buckham would complete his second term of office.

Steve also reported that the NRC had received the outcomes of the Chair’s annual appraisal of each of the NEDs which included observations provided to the Chair by governors. The NRC had endorsed all the appraisals. Steve said that, as governors would no longer be observing NEDs in their capacity as either chairs of or members of the Board Committees, he urged governors to observe at the Board meetings in public to enable the gathering of evidence to support governors’ contributions to next year’s appraisal process for both the NEDs and the Trust Chair.

In conclusion Steve said that, as always, he would keep the Council of Governors fully informed and would seek governors’ views where appropriate.

Sandi Carman said that ahead of the planned Governors’ Time Out she would share with governors a copy of the new draft guidance which was currently out for consultation (Addendum to your statutory duties – reference guide for NHS foundation trust governors).

There were no questions from governors.

(c) Feedback from 2022 Annual Members’ Meeting

Martin Hodgson reported that, for the third time, the Annual Members’ Meeting (AMM) had been held virtually with Microsoft Teams Live. Registering for the AMM had been via Eventbrite and there had been 200 attendees. Martin said it had been appropriate for attendees who were Trust members and members of the public, to hear from more governors this year. He also noted that it had been pleasing to be able to include British Sign Language translators for the first time. The presentation about sepsis had been interesting, though with hindsight he thought that perhaps a more stimulating topic would have inspired a more upbeat conclusion to the event. Martin thanked all the contributors and also those working behind the scenes, Julie Phelan, Edgar Benitez and Jane Pellegrina, to ensure the event was successful.

Annette Laban agreed that the AMM had been a success and added her thanks to contributors and organisers and she said looked forward to working closely with Julie Phelan and governors to make an early start on next year’s event.

COG/22/36

Non-Executive Directors’ Matters

Annette Laban reminded governors that this item had been introduced following discussion at the Governors’ Forum meeting and she was pleased to introduce Non-Executive Director Maggie Porteous.

Maggie said that she was very pleased to be chairing the bi-monthly Freedom To Speak Up (FTSU) Strategy Group. A really powerful new feature of these meetings was to hear accounts from when individuals first raised a concern through to closure. Maggie reported that the significant amount of time required for FTSU Guardians to undertake the Guardian role was currently under review. She reminded Council that FTSU Guardians were all Staff

Governors who undertake both these roles voluntarily in addition to their full time jobs at the Trust. In conclusion Maggie reported that October was National FTSU Month and the Trust would be promoting this with lots of communications to raise the profile.

There were no questions and Annette Laban thanked Maggie for her contribution.

COG/22/37

Any Other Business

Steve Barks thanked Trust Executive Group colleagues for joining governors over the summer to brief governors on their personal portfolios and to update on current issues and projects. He remind governors of upcoming sessions with Michael Harper in October and with Mark Tuckett in November.

Steve Barks said that it was good to see the Board and Council of Governors meeting at alternative venues away from the Trust and he hoped that consideration could be given to venues across the city and particularly in his constituency in the south east of Sheffield. Annette asked governors to suggest alternative venues.

There was no further business to discuss.

COG/22/38

Date of Next Meeting

29 November 2022.

Signed:
Chair

Date:.....