



**UNADOPTED Minutes of a meeting of the Council of Governors**  
**held at the OEC, Penistone Road, Sheffield**  
**Thursday 13 June 2024 at 12:00 pm**

**PRESENT:** Annette Laban (Chair)

**PATIENT AND PUBLIC GOVERNORS**

Steve Barks	Michelle Cook	Nazia Khan	Jim Steinke
Steve Bell	Sally Craig	Joe Saverimoutou	Julie Taylor
Marion Billingham	Steve Jones	Shirley Sherwood	Gordon Wordsworth
Tony Clabby			

**STAFF GOVERNORS**

Irene Mabbott	Liz Puddy	Cressida Ridge
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**PARTNER GOVERNORS**

None

**IN ATTENDANCE**

David Black	Chief Medical Officer (Development)
Ashley Blom	Non-Executive Director
Tony Buckham	Non-Executive Director
Sandi Carman	Assistant Chief Executive
Mark Gwilliam	Chief People Officer
Kirsten Major	Chief Executive
Lucy Middleton	CEO Business Manager
Jane Pellegrina	Membership Manager (Minutes)
Maggie Porteous	Non-Executive Director
Ros Roughton	Non-Executive Director
Dean Royles	Non-Executive Director
Shiella Wright	Non-Executive Director

**APOLOGIES - GOVERNORS**

Paulette Afflick-Anderson	Andrew Hartley	Melvin Ness	Harold Sharpe
Paul Dore	Felister Heeley	Lewis Noble	David Warwicker

**APOLOGIES – NON-EXECUTIVE DIRECTORS**

Ann Harris	Toni Schwarz
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**MEMBERS OF THE PUBLIC**

None

**COG/24/19**

**Welcome and Apologies**

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

The meeting was confirmed as quorate.

Before the formal business of the meeting began Annette made some announcements:

After completing her final term of office as a Staff Governor Irene Mabbot would be stepping down on 30 June 2024 and was attending her last Council of Governors' meeting. Over the nine years that Irene had been a member of the Council of Governors Annette said she had been a fantastic Governor in general and as a representative of staff. Annette thanked Irene very much for all her hard work.

As Lead Governor, Steve Jones, also thanked Irene. He said that, in spite of all her responsibilities as a full time member of staff, Irene had made an outstanding contribution to the work of Governors, she was well respected and had been a great member of the Governor team. Irene would be greatly missed.

Tony Buckham was also attending his last Council of Governors meeting as a Non-Executive Director. Annette thanked Tony very much for his valued contribution.

Steve Jones said that Tony's advocacy of Governors had been greatly valued and the time he had willingly given to engaging with Governors had been very much appreciated. On behalf of Governors Steve thanked Tony for his considerable contribution.

Annette then congratulated Joe Saverimoutou and Michelle Cook who had been re-elected unopposed to the Council of Governors.

#### **COG/24/20**

##### **Declarations of Interest**

There were no declarations of interest.

#### **COG/24/21**

##### **Minutes of the Meeting of the Council of Governors held on 19 March 2024**

The Minutes of the meeting of the Council of Governors held on 19 March 2024 were **AGREED** and **APPROVED** as a correct record of the meeting.

#### **COG/24/22**

##### **Matters Arising**

Sandi Carman referred to the Action Log at Enclosure B. Concerning Action 37 she reported that the 2022 Health and Care Act introduced changes to the planning and operational frameworks for NHS Foundation Trusts and Governor involvement in Operational Plans, but the requirement to involve Governors in the development of the forward plan remained in place. She said that consideration was being given to the most effective way and time to engage Governors in discussions around the Trust's strategic direction and it was thought that the next strategic planning process provided an appropriate opportunity. Kirsten Major supported this approach and said that this would provide an annual opportunity for Governor input.

As recommended, it was **AGREED** to keep Action 37 open for a further update.

There were no further matters arising.

#### **COG/24/23**

## **Chief Executive's Report**

Kirsten Major reported as follows:

### **Operational Performance**

- In April 2024, against the target of 76%, 75.20% of patients attending A&E had been seen within four hours compared to 74.39% average for England.
- Good progress was being made on 18 week planned care, with the position for April being 61.81% against a national position of 57.21% - the constitutional target remained 92%.
- For long elective waits the Trust had exited Tier 1 of national performance management but for cancer faster diagnostic standard and the 62-day combined pathways remained in Tier 1. There was still scope for improvement of the challenging position and significant, ongoing work was underway to improve the position.
- The Trust had established a Cancer Recovery Board which Kirsten would chair.

### **Finance Update**

**2023/24 Financial Outturn:** The Trust delivered the breakeven plan with a surplus of £191,000 but with an underlying deficit of £12m to address in 2024/25. The outturn for the South Yorkshire System against a plan to breakeven had been a £48.4m deficit, with savings of £109m to be found. The outlook for the coming year was extremely challenging.

**2024/25 Financial Plan:** The Trust had submitted a £5m surplus plan for the period. The surplus was non-recurrent and would result in an additional £5m of capital funding. With growth funding required to offset the underlying deficit the plan contained little investment.

**2023/24 Capital Outturn:** The £52.6m spend was slightly more than planned due to further capital funding being made available at the end of the period enabling approximately £2m of forward purchases.

**2024/25 Capital Plan:** £52.6m had been approved in the original Plan with an additional £5m capital for the planned £5m Income and Expenditure non-recurrent surplus. There would be significant spending on the Electronic Patient Record - £11.6m; Laboratory Information System and Digital Pathology - £13.9m; replacement medical equipment - £9.5m; theatre and ward refurbishments - £5.2m. Focussing on improving productivity and clinical outcomes consideration was being given to how best to spend the £5m additional capital.

The Infected Blood Inquiry report had been published. The Trust had provided considerable evidence to the Inquiry and had received no significant criticism. The Trust would now consider the recommendations and any local action required.

Following the CQC Neuro-radiology inspection in January 2024 reviewing the Ionising Radiation (Medical Exposure) Regulations, for the protection of staff and patients, and the subsequent improvement notice focussing on governance and oversight of written procedures, all the actions for improvement in the action plan submitted by the Trust in April 2024 would be completed by the end of June 2024. Kirsten reported that the CQC had now closed the file on the inspection.

Kirsten concluded with some general updates, communications and awards.

The following points were highlighted from the discussion that followed:

Responding to Gordon Wordsworth's query regarding communications with cancer patients who were waiting for test results and treatment Kirsten said that the Trust had Cancer

Trackers who kept patients up-to-date and there were also Cancer Navigators Clinical Nurse Specialists working to ensure relevant next steps were in place, but she said that there was more to be done and we were working hard on this. Kirsten's offer to provide a future presentation to include more granular detail regarding cancer services and targets was **SUPPORTED**.

In relation to operational performance Jim Steinke asked about the gap between national targets and the Trust's actual performance. Kirsten proposed that at the next meeting she would document the Trust's position in more detail. This was **AGREED**.

There were no further comments or questions from Governors on the Chief Executive's report.

## **COG/24/24**

### **Connect Electronic Patient Record Update**

David Black reported on the STH Connect 2024 programme supporting the launch of the new Electronic Patient Record (EPR), to replace Lorenzo, the current EPR, scheduled for 14 October 2024. David said the system was developed by Oracle Health and the Trust had refined this to its specific requirements. He said this represented one of the most significant investments by the Trust in over 20 years and demonstrated a commitment to ensuring the safety of our patients while improving mechanisms for staff by providing access to the right information at the right time, enabling the use of data in an efficient way with Connect bringing together information stored in multiple places and making it available in one place.

David then provided some background on the Trust's journey so far, he described the system and rehearsed some of the potential pitfalls, risk management strategy and the wide ranging work being undertaken to ensure the system worked.

These points were highlighted in the discussion that followed:

Steve Barks asked whether the drop-box process could lead to mistakes? David said that a significant part of the ongoing work was to ensure the safety of the system.

In response to a further question from Steve Barks whether the system would interface with others, David said it was likely that other organisations would adopt the same system.

Considering the recent cyber-attack on London hospitals Steve Barks asked about the security of the system's backup. David said there was a comprehensive back up.

In response to Steve Barks query about what patients' experience might be on 14 October David said activity would be planned in line with the possibility of some delays and there would be ongoing support for all system users.

Tony Clabby asked about transferring in records. David said that although paper records could be digitalised this did not create an electronic record and some documentation would continue in a paper format, for example consent forms that required a signature.

Responding to Jim Steinke's query about the intuitiveness of Connect and the support/training being offered to staff David said Connect was more intuitive than Lorenzo and there was organisation-wide training. He described the concept of 'super users' who would be on hand to assist colleagues.

In response to Liz Puddy's question about connectivity with community systems, for example would ICE continue to be available, David confirmed the continued availability of

ICE. Liz also asked whether the current patient monitors in theatres would be upgraded. David said this was in the plan.

Responding to Gordon Wordsworth's query about the Trust's contract with Oracle Health and the type of ongoing support that the Trust could expect, David said the Trust had a long-term contract with Oracle Health. Both organisations were working to ensure a professional and collaborative relationship into the future.

Kirsten said this was the most significant programme of change that the Trust had ever undertaken and colleagues were working hard to ensure its success but it was acknowledge that this was an exceptionally demanding programme of work.

## **COG/24/25**

### **Non-Executive Directors' Reports from Board Committees and Chair's Update**

Annette said that the reports from Board Committee chairs circulated with the agenda would be taken as read but that NEDs would also provide a short update from each Committee following which there would be an opportunity for detailed discussions on individual tables.

#### **Finance and Performance Committee Update – Tony Buckham, Finance and Performance Committee Chair**

Tony reported that the financial year 2023/24 had concluded with a positive outcome however there were exceptional financial challenges for 2024/25. Tony said the Committee had undertaken a deep dive into Strategic Risk 4 (finance) and in relation to operational performance there had been deep dives into Estates, Theatres and Urology performance along with a review of key monthly Key Performance Indicators. He said that achieving productivity and efficiency targets continued to be very challenging but they were very important to a successful financial outcome.

There were no questions from Governors on the Finance and Performance Committee update.

#### **People Committee Update – Shiella Wright, People Committee Chair**

Shiella reported that the Committee had undertaken a deep dive into the People Strategy. An update received on Freedom to Speak Up had been encouraging and it was noted that responsibility for Freedom to Speak Up had transferred to Learning and Development.

There were no questions from Governors on the People Committee update.

#### **Quality Committee Update – Rosamond Roughton, Quality Committee Chair**

Ros reported on deep dives into the neonatal improvement plan; falls improvement work; the accessible improvement standard and quality governance at the Charles Clifford Dental Hospital. Updates were received on learning from deaths, infection prevention and control and the plan for 2024/25; learning from incidents and the integrated quality and safety quarterly report. Ros also reported on three new quality objectives for 2024/25: pain management; pressure ulcer care and the experience for those who are blind or visually impaired.

There were no questions from Governors on the Quality Committee update.

#### **Audit Committee Update – Shiella Wright on behalf of Ann Harris, Audit Committee Chair**

Shiella reported that the Internal Audit plan had been completed on time with a positive audit opinion for the Annual Report and Accounts, also the Internal Audit and Counter Fraud plans were approved for 2024/25. Documentation relating to the draft Annual Report and Accounts was reviewed and the Annual Report and Accounts were now being prepared.

There were no questions from Governors on the Audit Committee update.

### **Digital Committee Update - Ros Roughton, Digital Committee Chair**

Ros reported that the new Electronic Patient Record was a significant item for the Committee, particularly realisation of the benefits of the system. Independent assurance of Connect24 had been positive about the mission, team working and the set up for data migration with more work to do on programme and relationship management. Some points had been escalated for discussion at the Board including transformation; staff expectation; patient safety and governance post 14 October 2024.

There were no questions from Governors on the Digital Committee update.

### **Research and Innovation Committee Update – Dean Royles, Research and Innovation Committee Chair**

Dean said these were still early days for the Committee. It was noted that there was evidence that research active organisations tended to provide better patient care and this should be a driver. The Committee's first two meetings centred on orientation and familiarisation plus agreeing the Terms of Reference for the Research Executive Committee and the Innovation Executive Committee.

There were no questions from Governors on the Research and Innovation Committee update.

## **COG/24/26**

### **Partnership and System Update**

#### **Acute Federation Board Meeting Update – Annette Laban, Acute Federation Chair**

Annette said that another informative, on-line event had been held for Governors on 11 June 2024, this had been well attended by Governors from across South Yorkshire and Bassetlaw.

Annette then referred to Enclosure H circulated with the agenda and said the paper would be taken as read unless there were any questions from Governors.

There were no questions from Governors on the Acute Federation update.

#### **Health and Care Partnership**

Annette referred to Enclosure I circulated with the agenda and said that the paper would be taken as read unless there were any question from Governors.

There were no questions from Governors on the Health and Care Partnership update.

#### **Integrated Care Board (ICB) Update**

Annette referred Governors to the link provided to the ICB and Health and Care Partnership meetings. She reminded Governors that these meetings were held in public and anyone could observe, information about the meetings and how to take part were provided.

There were no questions from Governors on the ICB Update.

### COG/24/27

#### Table Discussion/Reflections

Annette said that this section of the meeting was for discussion and reflection on individual tables, following the discussion each table would be invited to share matters of interest that had been raised.

Following discussion these points were highlighted:

- Issues around the introduction of the new Electronic Patient Record:
  - Level of confidence in the system
  - Issues for staff delivering care
  - What difference patients would see
  - Interface with My Pathway
  - Support for staff
- Outcome of the introduction of decaffeinated drinks on the number of patient falls
- Cancer care and waiting times for diagnosis and treatment
- Sustainability of continued consultant presence during junior doctor strikes

### COG/24/28

#### Group Plenary Session

The main issue discussed was “no criteria to reside”. It was noted that some of the causes were issues managed by the Trust but the most significant cause related to provision of domiciliary social care. Kirsten said that some improvements were being seen in numbers – from 260 three months ago down to 186 currently but this was still unacceptable and work was ongoing to continue and sustain the improvements.

### COG/24/29

#### Council of Governors’ Annual Report

Sandi Carman referred to Enclosure J circulated with the agenda and said this was the first time that an Annual Report had been produced for the Council of Governors but, in line other Trust Committees, it was good practice to do so. She reminded Governors that a draft of the Annual Report had been reviewed at the Governors’ Forum meeting in May.

Sandi then referred to the Terms of Reference of the Council of Governors, contained in the Annual Report, she said that, further to discussion earlier in the meeting relating to the Council of Governors’ providing feedback to the Board on the development of the Trust’s strategic direction, the Terms of Reference would be updated.

Additionally, the Membership section of the Terms of Reference had been amended to reflect the agreed increase from seven to nine Patient Governors. In future the Terms of Reference would be reviewed in June rather than December.

The Council of Governors **APPROVED** the Council of Governors’ Annual Report.

The Council of Governors **AGREED** the proposal to amend the Council of Governors’ Terms of Reference.

### COG/24/30

#### Membership Engagement Committee Update

Jim Steinke, Chair of the Membership Engagement Committee (MEC), reported that, as the work of the Task and Finish Group had been completed, the Group was now operating as the MEC to Terms of Reference previously agreed.

Actions to date were noted as follows:

- Committee had a helpful meeting with Julie Phelan, Director of Communications and Marketing and had:
  - Agreed the design of pop up banners and these had been ordered.
  - Discussed the GoodHealth magazine and reviewed the value of mailing hard copies to all Members and had considered alternatives.
  - Discussed possible future on-line and face-to-face health talks for members.
  - Development of more interactive membership webpages.
  - Increased use of social media.
- Discussed attendance at community events.
- Discussed how to engage younger people.
- Continued to focus on the question “what difference do members/governors make?”
- Agreed the necessity to remain realistic about what was achievable.

## **COG/24/31**

### **Governors' Matters**

#### **(a) Governors' Forum Meeting update 14 May 2024**

Steve Barks referred to Enclosure K circulated with the agenda, he said that the paper would be taken as read and invited any comments or queries from Governors.

There were no comments or queries from Governors on the Governors' Forum update.

#### **(b) Governors' Forum Terms of Reference**

Steve Barks said that the Governors' Forum Terms of Reference had been reviewed at the Forum meeting on 14 May 2024 and were agreed for approval by the Council of Governors.

The Council of Governors **APPROVED** the Governors' Forum Terms of Reference.

#### **(c) Report from Council of Governors' Nomination and Remuneration Committee**

Steve Barks, Vice Chair of the Council of Governors' Nomination and Remuneration Committee (NRC), reported that the NRC had received an update from the Chair following her annual appraisal of the Non-Executive Directors (NEDs). Steve thanked Governors for their feedback on each of the NEDs and confirmed that the feedback had contributed to the appraisals.

Steve then updated on the competitive tender process to engage an executive search agency to support the NRC's upcoming recruitment process for the appointment of a new NED and also to support future appointments. Following the process Alumni Global had been selected and had been offered a three year contract.

Steve reported that the process to appoint a new NED had begun. The closing date for receipt of applications was 8 August; longlisting would take place on 15 August; shortlisting would be on 29 August and formal interviews would be held on 12 September 2024. Steve reminded Governors that, following the interviews, a private Council of Governors' meeting would be held to receive a recommendation on the appointment from the NRC and Governors' approval would be sought on the



appointment. Governors would be notified of the date for the private meeting as soon as this was agreed.

Annette Laban withdrew from the meeting at this point given her interest in the next two items.

#### **COG/24/32**

##### **Outcome of Chair Appraisal**

Tony Buckham referred to Enclosure L circulated with the agenda; he reported that the annual appraisal of the Chair had been completed in line with the agreed process and that again there had been excellent and consistent feedback. He said that on reviewing the outcome of the appraisal the NRC noted that, in the context of another very challenging year, there had been a very strong and effective performance from the Chair who had demonstrated an authoritative but approachable leadership.

Tony said that, in line with national guidance, a final summary of the appraisal would now be submitted to NHS England Regional Directors.

Steve Barks thanked Governors for their input into the appraisal process.

The Council of Governors thanked the Chair for another very positive year.

The Council of Governors' **SUPPORTED** and **NOTED** the completion of the Chair's annual appraisal 2023/24.

#### **COG/24/33**

##### **Extending the Term of Office of the Chair**

Steve Barks referred to Enclosure M circulated with the agenda. Steve reported that, following discussion of the Chair's performance and a review of the procedural guidance, the NRC had agreed to recommend that the Council of Governors approve the extension of the term of office of the Chair to 31 July 2025.

The Council of Governors **APPROVED** the extension of the term of office of Annette Laban as Trust Chair to 31 July 2025 (maximum extension term) with specific reference to the criteria outlined by procedural guidance for exceptional re-appointment of NEDs.

At this point Annette Laban returned to the meeting and Tony Buckham left the meeting.

#### **COG/24/34**

##### **One month extension of the Term of Office of a Non-Executive Director**

Annette Laban said that Tony Buckham would complete his final term of office as a Non-Executive Director of the Trust on 31 August 2024 and that the NRC had begun the process to select a new Non-Executive Director.

Sandi Carman said that to facilitate a smooth transition to the tenure of a new NED at a meeting on 4 June 2024 the NRC had discussed the position and had agreed to recommend that the Council of Governors' approve a one month extension of Tony's term of office to 30 September 2024.

The Council of Governors **APPROVED** the extension of Tony Buckham's term of office for one month to 30 September 2024.

#### **COG/24/35**

##### **Appointment of the Senior Independent Director and Vice Chair**

Sandi Carman said that, as Governors were aware, Tony Buckham was currently Vice Chair and Senior Independent Director (SID) of the Trust. On the completion of Tony's tenure as a Non-executive Director the Vice Chair and SID role would become vacant.

Sandi reported that the process outlined in Enclosure N, circulated with the agenda, had been followed to nominate an individual to fill the vacancy. One expression of interest had been received from Rosamond Roughton.

The Chair had reported the outcome of the process to the NRC at a meeting on 4 June 2024. Following discussion the NRC had agreed to recommend the appointment of Rosamond Roughton as Vice Chair and SID to the Council of Governors for approval.

The Council of Governors **APPROVED** the appointment of Rosamond Roughton as Vice Chair and Senior Independent Director of the Trust from 1 October 2024.

**COG/24/36**

**Any Other Business**

Annette said that following a discussion with the Lead Governor it had been agreed that, due to the meeting over-running, the informal discussion between Governors and Non-Executive Directors scheduled to follow this meeting would be postponed. Another mutually convenient date within the next two months would be canvassed and confirmed with all parties.

**COG/24/37**

**Date of Next Meeting**

Tuesday 10 September 2024, 12:00 pm – 2:30 pm in the Undergraduate Common Room, Medical Education Centre, Northern General Hospital

To note: the Annual Members' Meeting would be held on Thursday 26 September 2024.

Signed: .....  
Chair

Date:.....