



**UNADOPTED Minutes of a meeting of the Council of Governors
held virtually on Tuesday 30 March 2021 at 1:50 pm**

PRESENT: Annette Laban (Chair)

PATIENT AND PUBLIC GOVERNORS

Steve Barks	Kaye Meegan	Jane Pratt	Shirley Sherwood
George Chia	Ian Merriman	Joe Saverimoutou	Chris Sterry
Martin Hodgson	Brendan Molloy	Harold Sharpe	Sue Taylor
Steve Jones	Kath Parker		

STAFF GOVERNORS

Paulette Afflick-Anderson	Irene Mabbott	Cressida Ridge	Emma Warrander
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PARTNER GOVERNORS

Angela Foulkes	Tim Furness	David Warwicker
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IN ATTENDANCE

Tony Buckham	Non-Executive Director
Paul Buckley	Interim Director of Strategy and Planning
Sandi Carman	Assistant Chief Executive
Sally Edwards	Head of EDI (item 9)
Judith Green	Corporate Governance Manager
Mark Gwilliam	Director of Human Resources and Staff Development
Michael Harper	Chief Operating Officer
Jennifer Hill	Medical Director (Operations)
David Hughes	Medical Director (Development)
Kirsten Major	Chief Executive
Chris Morley	Chief Nurse
Jane Pellegrina	Membership Manager
Julie Phelan	Communications and Marketing Director
Neil Priestley	Director of Finance
Rosamond Roughton	Non-Executive Director
Martin Temple	Non-Executive Director
Shiella Wright	Non-Executive Director

APOLOGIES - GOVERNORS

Jo Bishop	Lewis Noble	Sheila Reynolds	Fiona Tatton
Joyce Justice	Liz Puddy	Pete Tanker	Luc de Witte

APOLOGIES - BOARD MEMBERS

Anne Gibbs	John O’Kane	Chris Newman
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MEMBERS OF THE PUBLIC/OBSERVERS

There were no observers.

COG/21/01

Welcome and Apologies

Attending her first Council of Governors meeting as Chair Ms Laban welcomed everyone particularly Dr David Warwicker, new partner governor representing NHS Sheffield Clinical Commissioning Group. She thanked Governors for joining the virtual CoG meeting and also for their continued participation in the work of the Trust, particularly observing at the virtual meetings of the Board of Directors.

The above apologies were noted.

COG/21/02

Declarations of Interest

Mr Temple's term of office as a Non-Executive Director was being discussed at item 7 and he would leave the meeting during the discussion.

Ms Major reported that she had been appointed as a Trustee of Sheffield Theatres.

There were no other declarations of interest.

COG/21/03

Minutes of Council of Governors' meeting held on 15 December 2020

The Minutes of the meeting of the Council of Governors held on 15 December 2020 were **AGREED** and **APPROVED** as a correct record of the meeting.

COG/21/04

Q&A Following Board of Directors Meeting 30 March 2021

Ms Laban said that, as only a small number of governors had observed at the earlier Board of Directors meeting, the review of matters discussed at the Board would be brief. Governors who had observed at the earlier meeting commented on the excellent clinical update about the same day Arthroplasty pilot.

COG/21/05

Matters Arising

COG/20/30 Tender for External Audit Service

Mr Priestley reminded the Council of Governors of the discussion at the December meeting about the external audit contract and reported that, following an invitation for a governor to be involved in the process, Mr Jones had agreed to join the interview panel to select the new external auditor. The interviews would be held in early to mid-June and governors would be informed of the outcome.

COG/21/06

Chief Executive's Report

Ms Major gave a presentation which provided an update in relation to the situation regarding COVID-19, the Trust's general position, details of a review by the Care Quality Commission of the Trust's maternity services and the Government White Paper.

Key points highlighted were as follows:

COVID-19 Update:

- There were 83 COVID-19 positive inpatients of whom five were in critical care, in the previous 24 hour period five COVID patients had been admitted and eight had been discharged.
- From 29 March 2021 arrangements across the Trust for visiting were changing with one named visitor per patient permitted to visit for one hour each day.
- Further treatments were emerging for use in COVID patients from the national RECOVERY trial involving around 40,000 participants across 177 centres including STH.
- STH's critical care teams had played a pivotal role in national mutual aid during Wave 3 when other areas were experiencing severe pressure.
- **Recovery and reset:** work on the Trust's recovery and reset continued at pace and included:
 - Supporting staff
 - Resetting wards across specialties
 - Developing a business as usual roadmap
 - Planning for wave four and winter
 - Reinstatement of the Hadfield Building allowing for general maintenance to be undertaken at NGH
- **Update on vaccination programme:** by mid-March 2021 500,000 first doses had been delivered with over 735,000 vaccinations now provided across South Yorkshire, including second doses. The offer of vaccine to remaining cohorts was on track. Uptake by STH front line staff continued to increase.

Care Quality Commission (CQC)

A review of the Trust's maternity services was being undertaken by the CQC. There had been a visit to the Trust and requests for information on systems, processes and data had been responded to by the Trust. Following initial work the Trust would receive a formal report from the CQC in due course and an action plan to address the issues raised would be submitted to the CQC. The work was being led by Mr Morley as the executive lead with support from Ms Roughton as Non-Executive Director lead.

It was also noted that the CQC had requested information relating to mental health services.

Ms Major said that governors would be kept informed on both these matters.

The White Paper

Although there was likely to be little change to STH's statutory obligations the proposals in the White Paper would impact on the Trust with changes to the provider licence; for governors and for the Board of Directors. There would be a move away from Payment by Results towards population health budgets and provider collaboratives working together to deliver service transformation. NHS England and NHS Improvement would be formally merged. There were also likely to be new interventional powers for the Secretary of State for Health and Social Care. Integrated Care Systems would be formally established to include an NHS body responsible for strategic planning. Further guidance was expected that would provide more clarity. In the meantime, Ms Laban was engaged in a process being led by Mr Pedder to recruit a Chair for the SY&B ICS. Work was underway with ICS partners to define the roles and responsibilities for the ICS, Place and at individual organisational level.

Ms Major said that governors would be kept informed of progress.

Operational Performance:

- A&E 4 hour standard: in February 81.58% of patients attending A&E were seen within 4 hours compared to the national target of 95%. Performance previously had been 81.55% in January and 79.17% in December 2020.
- 18 week planned care: performance had again been impacted on by COVID-19, with 818 52 week breaches reported in January 2021. The percentage of patients waiting less than 18 weeks for treatment at the end of January was 79.95%.
- Cancer waiting times: due to the impact of COVID-19 performance remained variable across the targets, urgent and obligatory care remains a priority. For October – December 2020 STH was compliant for Two Week Wait (95.6%), but non-compliant for Breast Symptomatic Two Week Wait (92.7%).
- Diagnostic waits within 6 weeks: achievement of the 99% target remained challenging while previously this target had been consistently delivered.

Financial Update:

- Under national funding arrangements for the COVID pandemic the Trust had been reimbursed for costs incurred for April – September 2020.
- For the second half of the year the Trust would receive block payments from commissioners plus a nationally calculated top-up providing funding at 2019/20 expenditure levels (plus inflation). System level funding would be allocated for COVID costs and growth.
- For STH, SY&B and also nationally the financial position for 2020/21 looked comfortable.
- Planning for 2021/22 had started in January.

Other news:

- Mr Mark Gwilliam would be remaining at the Trust as Director of HR and Staff Development
- Dr Jennifer Hill had been substantively appointed as Executive Medical Director (Operations)
- Dr Rob Ghosh had been substantively appointed as Deputy Medical Director
- Mr Simon Buckley had been appointed Deputy Medical Director
- Dr Nigel Wheeldon had been appointed Clinical Director for Cardiology, Cardiac and Thoracic Surgery
- Ms Lyndsay Van Dijk had been appointed Head of Chaplaincy
- Jessop Wing had become one of the first maternity units in the country to successfully introduce an apprenticeship scheme for Maternity Support Workers
- In January the Trust had welcomed its first ever newly qualified Registered Nursing Associates to the workforce
- In partnership with two local food banks and the Hospital Charity two food bank collection points had been installed at NGH and RHH.

Ms Major concluded by highlighting awards that had been achieved by colleagues across the Trust.

In response to Ms Major's presentation the following points emerged from governors:

Ms Foulkes queried whether there would be any implications for the Trust following the CQC review. Ms Major said that following receipt of the CQC's formal report and submission of the Trust's action plan to the CQC the position would be clearer and arrangements would be made to update governors.

Mr Barks queried procedures to ensure that patients whose treatment had been postponed due to COVID were seen as soon as possible. Ms Major said that a number of measures had been put in place one of which was caseload management ensuring that patients waiting for treatment were reviewed and assessed constantly on a case by case basis. Ms Major proposed that this process could be described in more detail at the next Council of Governors meeting.

Mr Chia asked how the Trust was managing patients with the long term effects of COVID. Ms Major said that the Trust was operating a Long COVID rehabilitation service. The service had initially been provided to patients who had been cared for in critical care but it had been extended to take general referrals. The Trust was working closely with a group of patients who were helping to design the service. Ms Laban added that the Trust was collaborating widely to ensure the best possible outcomes.

COG/21/07

Council of Governors' Nomination and Remuneration Committee

Mr Temple withdrew from the meeting at this point.

- (a) Recommendation to re-appoint Mr Martin Temple as Non-Executive Director on the Board of Directors for a one year term of office

Ms Laban referred to Enc B outlining the position regarding Mr Temple's overall term of office as a Non-Executive Director and setting out the procedural guidance permitting a one year extension in exceptional circumstances. She said the pandemic had created additional pressures and continued to present challenges for the Trust. Ms Laban said that for these reasons there was a need for continuity and stability in relation to oversight by Non-Executive Directors.

She reported that, in line with this and having reviewed the overall position, the Council of Governors' Nomination and Remuneration Committee had unanimously agreed to recommend that the Council of Governors approve Mr Temple's re-appointment for a one year term of office from 1 July 2021.

The Council of Governors **APPROVED** the recommendation of the Council of Governors' Nomination and Remuneration Committee to re-appoint Mr Martin Temple, Non-Executive Director, for a one year term of office from 1 July 2021.

Mr Temple re-joined the meeting at this point.

- (b) Recommendation to appoint an additional Non-Executive Director on the Board of Directors through a nomination from Sheffield Hallam University

Ms Laban referred to Enc C. She said that following a review of the skills, experience and diversity on the Board of Directors it had been noted that a nomination from Sheffield Hallam University (SHU) would enhance the Trust's teaching and research portfolio. Ms Laban reported that, following detailed discussion, the Council of Governors' Nomination and Remuneration Committee had agreed to recommend to the Council of Governors that the Vice Chancellor of SHU should be approached to nominate a representative from SHU to join the Board as a Non-Executive Director.

The Council of Governors **APPROVED** the recommendation to appoint to an additional Non-Executive Director position on the Board of Directors through a nomination from Sheffield Hallam University.

Governors' Matters

(a) Notes of Governors' Forum Meeting held on 25 February 2021

Mr Barks said that this meeting of the Governors' Forum had been his first as Convenor and he welcomed feedback on his approach to chairing the meeting. He reported that Governors had enjoyed an excellent discussion with Ms Laban. She had shared her objectives as Trust Chair and Governors had welcomed her approach to working with Governors in the future. Ms Laban had also provided an outline of the government White Paper "Integrating and Innovation: working together to improve health and social care for all". During the Q&A session that followed Ms Laban had responded to a wide range of comments and queries from Governors. Mr Barks also reported on an interesting update from Ms Edwards, Head of Equality, Diversity and Inclusion, followed by a discussion. It had been noted that Mr Saverimoutou had now joined Mr Hodgson as a member of the Trust's EDI Board.

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

Mr Hodgson reported that since the last Council of Governors' meeting business discussed by CoG NRC had been connected to Non-Executive Directors and he highlighted the discussions as follows:

- Review of the re-appointment of Mr Temple at the end of his current term of office.
- Consideration of a proposal to proceed with the appointment a nominated Non-Executive Director from SHU.
- Appointment of a new Non-Executive Director – this process was underway with external assistance from GatenbySanderson and formal interviews were being held on 13 April 2021.
- Update from the Chair on the process to appoint a Vice Chair/Senior Independent Director.

Mr Hodgson reported that there would be an Extraordinary Council of Governors meeting on 15 April 2021 at which Governors would be asked to review and approve recommendations from the CoG NRC the appointment of a nominated Non-Executive Director from SHU; the appointment of a new Non-Executive Director and the appointment of a Vice Chair/Senior Independent Director

(c) Update from Membership Engagement Strategy Task and Finish Group

Mr Barks reminded Governors that the Task and Finish Group had been established to consider the involvement of Governors in Membership Engagement and to assist in developing a Membership Engagement Strategy that set out the role of Governors in engagement. He said that the Task & Finish Group had spent time examining three questions: "what must we do?"; "what would we like to do?" and "what would be exciting to do?" Good progress had been made but the Task & Finish Group had agreed to step back and look at the broader picture of the Trust's overall engagement strategy. The Task & Finish Group had been pleased that the Trust had crafted a draft engagement strategy document to complement the Group's proposals. This draft had been shared with the Group for comments and a further meeting of the Task & Finish Group was planned for the end of April to review the draft and Governors' comments further. Governors would be kept up to date with progress.

COG/21/09

Equality, Diversity & Inclusion Strategy

Ms Laban welcomed Ms Edwards, Head of Equality, Diversity and Inclusion (EDI). Ms Edwards referred to the Trust's draft EDI Strategy. She said that the Strategy reflected the Trust's commitment to embedding the EDI agenda into all areas of the Trust ensuring that we met all our responsibilities as an inclusive employer and service provider. Ms Edwards said that as key stakeholders governors were being invited to take part in the consultation and a copy of the draft strategy had been circulated to governors on 16 March 2021 for comments. The deadline for responses was 31 March 2021 and she encouraged governors to comment either via the Survey Monkey or direct to the email address provided in the communication.

Mr Sharpe commented on the deadline for responses by 31 March and suggested that people with disabilities may need more time to respond. Ms Edwards said that there was some flexibility and every effort would be made to support those who needed assistance.

Ms Laban thanked Ms Edwards and also encouraged governors to comment.

COG/21/10

Strategic Travel Plan Update

Mr Morley and Mr Buckley's presentation reminded governors that in 2019 the Trust had started to develop a Strategic Travel Plan with a more sustainable approach to travel and Mr Molloy had been invited to join a Strategic Review Group. The Group identified three key strategic themes (1) increasing the capacity for travel and transport; (2) reducing the demand for on-site parking and (3) ensuring better understanding and use of current capacity. Good progress had been made with key aims presented to the Trust Executive Group in March 2020.

Mr Buckley then reported that the onset of the pandemic had reduced the capacity to undertake further work but in addition the pandemic had fundamentally changed the context on which the review was based. For example the number of single occupancy car journeys had increased; there was a reduction in the capacity of public transport with fewer journeys being made by public transport; free car parking had been introduced for staff; there had been a significant increase in the number of staff working from home and more virtual appointments were taking place. There was continued uncertainty regarding future travel and transport policy; patterns of individual behaviour around public transport and the national position on charging for hospital car parking.

In support of the findings of the review, during the pandemic the Trust had introduced measures to support transport and travel including the installation of additional showers on both campuses; improvements to the security of some cycle shelters and an additional shelter at NGH; and at peak service times providing additional H1 shuttle bus capacity. Other plans included: confirming sites for electric vehicle charging points; review of availability and usage of car parking; developing additional park and ride facilities and the feasibility of creating cycle routes around our sites.

The Board viewed travel and transport as an intrinsic part of sustainability and future work would be integrated with the development and implementation of a Green Plan.

Ms Laban thanked Mr Morley and Mr Buckley for the update and the following points from governors were highlighted:

Mr Sharpe commented that car parking for disabled people across Trust was challenging but the situation at the Charles Clifford Dental Hospital (CCDH) was particularly difficult and he asked whether actions to seek to rectify this were included in the development plans.

Mr Morley offered to arrange for Mr Jones (Facilities Director) to discuss this with Mr Sharpe. Ms Major said that a response to the challenge may be to review a range of solutions, for example to consider whether it was appropriate for all patients to attend at CCDH or whether an appointment in a community setting might be more suitable for some patients. Ms Afflick-Anderson queried whether it would be possible to canvass patients' views to better understand the range and extent of the challenges faced. Ms Warrander added that car parking at Weston Park Hospital for disabled people ought to be a priority in the transformation plans for the site.

COG/21/11

For Ratification/Approval

(a) **Terms of Reference of Council of Governors' Nomination and Remuneration Committee**

Ms Carman referred to Enc E circulated with the Agenda. She said that the amendments to the Council of Governors' Nomination and Remuneration Committee Terms of Reference were presented to the Council of Governors for approval but that she was happy to respond to any questions. There were no questions from governors.

The Council of Governors **APPROVED** the amendments to the Terms of Reference of the Council of Governors' Nomination Committee.

(b) **Amendment to the Trust Constitution**

Ms Carman referred to Enc F circulated with the Agenda. She said that this was a procedural matter and the Council of Governors was being asked to approve an amendment to the Trust Constitution following changes to the composition of the Board of Directors. She said that the changes required joint approval of the Board of Directors and the Council of Governors and that the Board of Directors had approved the amendment on 23 February 2021.

Governors were also asked to **NOTE** that the amendment would necessitate a Code of Governance disclosure statement in respect of the balance of independence of the Board of Directors in the Trust's 2020-21 Annual Report. There were no questions from Governors.

The Council of Governors **APPROVED** the amendment to the Trust Constitution.

COG/21/12

Any Other Business

Ms Laban said that she was keen to work with governors to discuss how to shape Council of Governors meetings for the future and she would be very interested to receive feedback. As Convenor of the Governors' Forum Mr Barks suggested that this could be discussed at a future Forum meeting and Ms Laban agreed.

COG/21/13

Date of next Meeting

Tuesday 29 June 2021

Signed:
Chair

Date:.....