



**GOVERNORS' FORUM**  
**NOTES OF A MEETING HELD ON**  
**Thursday 27 February 2020 in the Undergraduate Common Room, NGH**  
**3pm Pre-meeting with the Annette Laban (NED & SID) and Tony Buckham (NED)**  
**followed at 4pm by the Governors' Forum Meeting**

<b>Present:</b>	<b>Sally Craig (SC) Convenor</b> Steve Barks (SB) Barbara Bell (BB) Wendy Bradley (WB) George Chia (GC) Michelle Cook (MC) David Foster (DF)	Martin Hodgson (MH) Steve Jones (SJ) Joyce Justice (JJ) Ian Merriman (IM) Brendan Molloy (BM) Lewis Noble (LN)	Harold Sharpe (HS) Karen Smith (KS) Chris Sterry (CS) Pete Tanker (PT) Fiona Tatton (FT) Sue Taylor (ST)
<b>Apologies:</b>	Mick Ashman Amanda Forrest Tim Furness	Irene Mabbott Kath Parker Cressida Ridge	Joe Saverimoutou Karen Smith Pete Tanker
<b>In Attendance:</b>	Tony Buckham (TB) item 2 Annette Laban (AL) item 2	Sandi Carman (SCa) items 5 and 6	Jane Pellegrina (JP) Notes

**1 Welcome and Apologies**

**Sally Craig (SC)** welcomed everyone to the meeting and the above apologies were noted.

**2 Discussion with the Annette Laban and Tony Buckham**

**SC** welcomed Annette and Tony to the pre-meeting.

**AL** and **TB** provided an update for Governors on topical matters and activity across the Trust. Some highlights were:

- The Trust continued to be very busy, particularly A&E where we are not achieving the 4 hour waiting target. It was noted that this was a concern nationally.
- The Trust was doing well on achieving other targets.
- Recruiting clinical staff is very challenging, more so in some specialities. Where appropriate in-house solutions were being sought, eg developing accredited courses to up-skill our own staff.
- The results of the NHS Annual Staff Survey have been announced. When benchmarked against our peers STH had a good record for staff retention.
- **TB** was close to the work on the Hadfield building and reported good progress on the external and internal work that was being undertaken. Once the work is completed a deep clean will be required prior to the building being ready for clinical use again. **TB** said it was important to keep staff informed of progress.
- The two modular wards were working well.
- Matters relating to coronavirus were being handled centrally, with regular contact with the Trust's Silver Command. The Trust had received two patients with coronavirus and these patients were being cared for at RHH on the Infectious Diseases Unit.
- The Board were investigating options in relation to electronic patient record systems.

**SC** thanked the Mrs Laban and Mr Buckham for a very interesting discussion and they then left the meeting.

**3 Notes of the Forum Meeting held on 18 November 2019 and Matters Arising**

Michelle Cook asked that her apologies be recorded.

The Notes were then **AGREED**.

#### 4. Any Other Business for Later

No items were noted.

#### 5. Transparency and the Governors – referred to Governors’ Forum from CoG Meeting 17-12-19

**WB** referred to her Paper B. The three specific proposals were discussed:

1. “Use a revised sign-up sheet for Governors’ meetings”: it was noted that the system currently operating had been in use for a number of years and a recent check had found no issues regarding quoracy of meetings. Following a short discussion it was therefore **AGREED** that the current system should continue.
2. “Map and share Governors’ membership of Trust Committees”: it was noted that a schedule of Governors’ involvement is maintained. As and when changes occur the schedule is updated and shared with Governors. In addition the schedule was provided to all new Governors at induction. A copy of the current schedule was tabled and is attached to these Notes. It was **AGREED** that this process was acceptable and should continue.
3. “Use a “committee of the whole house” model to agree the criteria used by the Nomination and Remuneration Committee for the appointment of a new Chair”: **WB** said that she considered that all Governors should be able to provide input at the start of the process while there was still time for their comments to be noted and acted on if appropriate. As Vice-Chair of the Nomination and Remuneration Committee **MH** responded, he said that he opposed the proposal in principle because the CoG Nomination and Remuneration Committee was a sub-committee of the CoG authorised to act on behalf of CoG and the methodology proposed did not form part of the Terms of Reference for the CoG Nomination and Remuneration Committee. Some Governors concurred with **MH**. **MH** then said that, in practice however, in relation to the Chair succession process that he was leading on, it had always been his intention to consult as wide a range of stakeholders as possible, including all Governors. He reported that he had started to make contact with a number of individuals including NEDs and Executives and he had already had conversations with some Governors. Following further detailed discussion it was **AGREED** that, for those Governors who wished to share their views in a group rather than individually with **MH**, dates would be canvassed for a meeting as soon as possible.

**ACTION: Mrs Pellegrina, in liaison with MH, to canvass dates.**

#### 6. Non-Executive Director Role Tenure

**SCa** referred to Paper C. During discussion the following points were highlighted:

- It was considered important not to deter experienced NEDs from applying and the proposed arrangement would ensure that none of the existing NED’s would be prohibited from applying.
- **SJ** queried whether the approach could be open to challenge. **SCa** considered that any challenge would be addressed in the Trust’s annual disclosures. The proposed approach provided the Board of Directors with additional stability and continuity without compromising independence.
- **MH** and others believed that the proposed approach was a good compromise and would ensure that no-one was disadvantaged.

Following a further short discussion the Governors’ Forum **AGREED** to support the proposal.

Mrs Carman then left the meeting.

#### 7 Update from CoG Nomination and Remuneration Committee Meetings

**MH** provided an update on the meetings that had taken place since the last Forum Meeting and the following points were highlighted:

##### 3 December 2019

- Reviewed draft NED Role Tenure arrangements and agreed to bring a paper to the Governors’ Forum
- Discussed a draft of the proposed Chair succession process suggested changes to be brought to the next meeting

- Agreed that the NHS National Procurement Framework would be utilised to select a suitable search and selection organisation to assist in the process
- Reviewed the NHS England/Improvement model job description and person specification for a Chair

## **22 January 2020 – regular business**

- Agreed paper for Governors' Forum meeting on 27 February 2020 re NED Role Tenure
- Undertook the annual review of the Terms of Reference of the Committee.
  - The Committee's name had been changed to CoG Nomination and Remuneration Committee instead of Nominations. To bring the Committee into line with the Board of Directors Nomination and Remuneration Committee.
  - The frequency of meetings was decreased to ensure that the Committee was not obliged to meet should there be no business to conduct.
- The Committee agreed the amendments and the ToR would be presented to the Council of Governors' Meeting on 31 March 2020 for approval.

## **22 January 2020 – Chair succession Process**

- Reviewed and agreed updated draft process and agreed that the final draft of the process; job description and person spec would be shared with the Governors' Forum for discussion.
- Selected 4 executive search agencies from the National Procurement Framework to be invited to present to the Committee.

## **8 Council of Governors' Meetings**

### **8.1 Review of draft Minutes of CoG meeting held on 17 December 2019**

There were no comments on the draft Minutes.

### **8.2 Consideration of possible Agenda items for CoG meeting to be held on 31 March 2020**

The following items for the Agenda were proposed and **AGREED**:

- The Trust's key arrangements in relation to Infection Prevention and Control – suggested by **KP**
- How does the Trust manage legal issues such as power of attorney, deputyship, guardianship and issues of consent - suggested by **WB**

**ACTION: JP** was asked to send proposed draft Agenda to Sandi Carman

## **9 Governors' activities/involvement**

**9.1** The report on activities of Governors since the last Forum meeting was **NOTED**.

### **9.2 Update on Equality, Diversity and Inclusion (EDI) from Martin Hodgson**

**MH** said that he attends the EDI Board; he believed that his contributions in the meetings were valued and an example of this was the introduction of quality impact assessments. EDI Forums had been set up and these were chaired by staff members. Rainbow badges had been introduced. **MH** welcomed this but would like to see the Trust broaden its focus to ensure that other protected groups were not overlooked; **HS** was also strongly in favour of this.

The EDI Board had discussed the number of Governors on the EDI Board and on the Staff Networks.

The temporary contract of the Head of EDI had come to an end at the end of December and a substantive Head had been appointed.

**SC** thanked **MH** for his informative update.

## **10 Updates from Staff Governors**

There were no Staff Governors present to provide an update.

## 11. Governors' Visits/Presentations

### 11.1 Feedback from recent visits

- Presentation from David Hughes on Genomics – 2-12-19
  - It was agreed that David's presentation had been very informative
- Visit to Laundry – 5-12-19
  - An excellent visit, the very hardworking staff had made Governors welcome and the visit had been fun as well as very interesting
- Visit to Diagnostic Cardiology Unit – 9-12-19
  - Excellent visit, well organised, full programme, lots learned
- Strategy Session with Paul Buckley – 6-1-20
  - Good session with Paul Buckley, lots of information provided
- Session with Emma Scott on Volunteers – 23-1-20
  - Emma was very enthusiastic and provided an interesting and informative session

### 11.2 Upcoming Visits/Presentations were noted:

- Travel and Transport Strategy presentation – 17-3-20
- Psychological Services presentation – 8-4-20
- Update from Patient Letters Project Team – 21-4-20
- Presentation on outcome of 2019 National Staff Survey – 30-4-20

### 11.3 Possible Future Visits/Presentations

The following proposals were agreed:

- New date for visit to History Project – **Jane Pellegrina**
- Update from End of Life Care Team – **Sally Craig**
- Update on EDI – **Joe Saverimoutou**
- How does the Patient Experience Committee work? – **Kath Parker**
- Safeguarding – **Steve Barks**

## 12 Annual Members' Meeting

Governors were reminded that the date for this year's AMM had been confirmed as 21 September.

Following a detailed discussion the following points were noted:

- It was **AGREED** that a planning group should be convened as soon as possible.
- This would be the last AMM for the Chairman and the Lead Governor; along with the CEO their views would be important in firming up the arrangements.
- **WB** said again that she believed that the AMM should be held somewhere other than NGH. Other Governors expressed strong views opposing this highlighting cost of suitable venues etc as issues. It was **AGREED** that the Planning Group would look into this.

**ACTION: JP to convene a Planning Group meeting**

## 13 Any Other Business

There was no further business to discuss.

## 14 Dates of Next Meetings

Thursday 21 May 2020

## Governors involvement in Trust Committees and Workstreams (February 2020)

Committee/Workstream	Governor(s)	
AMM Planning Group	All Governors invited to participate	
Big Room Meetings	Lewis Noble	
Board of Directors Meeting in Public (Observing)	All Governors invited to participate	
Board Sub-Committees (Observing)	All Governors invited to participate	
Catering Standards	Steve Barks	Vacancy
Charitable Funds Management Committee	No longer operating	
Clinical Effectiveness Committee	Steve Barks	Mick Ashman
Community Services Patient Experience Group	Barbara Bell	
Council of Governors' Nominations and Remuneration Committee	Sally Craig Tim Furness Amanda Forrest Pete Tanker	Martin Hodgson Harold Sharpe Irene Mabbott Kath Parker
EDI Board	Martin Hodgson	
End of Life Forum	Sally Craig	Lewis Noble
Governor Ambassador for Voluntary Services	Barbara Bell	George Chia
Governors' Monthly Board Briefing Sessions with the Chairman	All Governors invited to participate	
Governors' Communications Group (GoodHealth editorial etc)	All Governors invited to participate	
Governors' Quarterly Finance Brief	All Governors invited to participate	
<i>Governors' Quarterly IT Strategy Update</i>	<i>Not currently operating</i>	
Governors' Strategic Planning Group	All Governors Invited to participate	
Emergency Planning Operation Group	Joe Saverimoutou	
Infection Prevention and Control Committee	Kath Parker	
Mental Health Committee	Sally Craig	Lewis Noble
Nutrition Support Group	Lewis Noble	
Organ Donation Committee	Joyce Justice	
<i>Patient Environment Group</i>	<i>Not currently operating</i>	
Patient Led Assessment of the Care Environment (PLACE)	Joyce Justice Chris Sterry	Sue Taylor
Promoting & Valuing Difference Workstream	Joe Saverimoutou	Harold Sharpe
Psychology Board	Sally Craig	Lewis Noble
PROUD Forum	Martin Hodgson Barbara Bell	Joe Saverimoutou
Patient Experience Committee	Sue Taylor Sally Craig	George Chia
Pharmacy Management Board	Sue Taylor	
Quality Board	Kath Parker Joe Saverimoutou	Harold Sharpe
Recruitment /interview panels eg. Nurse Directors - periodically	All Governors invited to participate as and when	
Retail Projects	Kath Parker	
Safer Surgery Steering Group	Kath Parker	
Sheffield Cancer Services Transformation Group	Kath Parker	
Travel and Transport Review Group	Brendan Molloy	