



GOVERNORS' FORUM
UNADOPTED NOTES OF A VIRTUAL MEETING HELD ON
Thursday 18 November 2021 at 3:00 pm

Present:	Martin Hodgson – <i>Lead Governor</i> Paulette Afflick-Anderson Mick Ashman Steve Barks Jo Bishop George Chia Michelle Cook	Paul Dore Steve Jones Irene Mabbott Ian Merriman Lewis Noble Jane Pratt Sheila Reynolds	Joe Saverimoutou Harold Sharpe Shirley Sherwood Chris Sterry Sue Taylor Emma Warrander David Warwicker
Apologies:	Liz Puddy Cressida Ridge	Fiona Tatton	Mark Wilcox
In Attendance:	Annette Laban (items 1, 2, 3 & 4) Toni Schwarz (items 1, 2, 3 & 4)	Janet Brain (item 5.3.2) Vicky Patel (Item 5.3.2)	Jane Pellegrina (notes)

1. Welcome and Apologies

Martin Hodgson welcomed everyone to the meeting and introduced **Annette Laban** and **Toni Schwarz**, Non-Executive Director (NED).

The above apologies were noted.

2. Discussion with Annette Laban and Toni Schwarz

Annette reminded governors that **Toni** had been appointed as a NED in May 2021 and had joined the Board as a representative of Sheffield Hallam University (SHU). It was noted that Toni's role at SHU was Dean of the College of Health Wellbeing and Life Sciences.

During discussion that followed **Toni** said she'd had a 35 year career working in the health sector. She trained as a nurse and had worked in clinical practice in hospitals and the community for almost 20 years before moving into higher education. She joined SHU as Head of Department for Nursing and Midwifery in 2014 before taking on her current position. In addition to her NED role at the Trust she was also a Trustee of St Luke's Hospice.

During conversation the following points emerged:

In respect of the EDI agenda **Martin** asked for Toni's view on improving performance on career outcomes. **Toni** said that 10% of students have a disability and SHU were working closely with colleagues across SY&B to open up opportunities for these students, in relation to ethnicity this was more challenging and SHU was continually working on levelling up.

Steve Barks asked about the current position regarding the recruitment of student nurses? **Toni** said the position is positive with recruitment up 11% across the board. Annually there were 500 places for students on the adult nursing course; 100 for paediatric nursing places and 90 midwifery places. Securing placements for students was a limiting factor in the number of students SHU could accommodate.

Irene Mabbott asked whether SHU students have access to Freedom To Speak Up or a similar scheme? **Toni** said there was currently nothing in place but that she would be

interested to discuss this with Irene. **ACTION: Jane to put Toni in touch with Irene**

Lewis Noble asked whether Social Work Training was part of the Toni's Deanery? **Toni** confirmed this.

Joe Saverimoutou queried the attrition rate for student midwives. **Toni** said the University supported students to complete the course without interruption but worked flexibly; accepting personal circumstances may alter during the course, and encouraged students to return to the course following any absence to complete the course rather than leave.

3. Governors Observing at Board Committees

3.1 Annette referred to Paper A which set out the background to governors observing at Board Committee meetings and also provided guidance on the protocol for meetings. **Annette** said that it was important to remember that governors were invited to observe at these Committee meetings but were not members and were not invited to participate in the committee's deliberations. She confirmed that there were places for two governors to observe at each meeting.

It was noted that the diagram showing the Board composition was currently being refreshed to include the two recently appointed NEDs (Maggie Porteous and Toni Schwarz) and would be circulated to governors.

Annette reminded governors that NEDs chaired each of the four Board Committees:

- Audit – John O'Kane (quarterly meeting)
- Finance & Performance - Martin Temple (monthly meeting)
- Human Resources & Organisational Development – Tony Buckham (monthly meeting)
- Healthcare Governance – Ros Roughton (monthly meeting)

3.2 Governor Feedback Form

Annette referred to Paper B (feedback form) which governors were asked to complete following each meeting they observed. She confirmed that she received the completed forms each month and the feedback was useful during her annual appraisal of the NEDs.

Annette also referred to Paper B2 (alternative feedback form suggested by **Steve Barks**) and asked for views on the two forms. **Irene** was in favour of B2 but asked whether this met **Annette's** requirements? Governors were supportive and **Annette** said she preferred B2 and it worked well for her.

Martin suggested that governors should email **Jane** within the next week with their comments on both forms and indicate which they preferred. If there were no adverse comments version B2 would be adopted for future use.

3.3 Schedule of Board Committee Meeting Dates for 2022

Annette referred to Paper C, schedule of 2022 Board of Directors Meeting and Board Committee dates. She asked governors to review the schedule and to email **Jane** with their preferred dates for observing. Any queries about this could be addressed to either **Annette** or **Jane**.

4. Council of Governors Matters

4.1 Council of Governors' Meetings

4.1.1 Review of unadopted Minutes of the CoG meeting on 28 September 2021

There were no comments on the unadopted Minutes.

4.1.2 Discussion of Possible Agenda Items for CoG Meeting on 14 December 2021

Following review of the draft CoG Agenda previously circulated governors were content with the proposed Agenda for the December meeting.

ACTION: Jane to confirm the Agenda with Sandi Carman.

Steve Barks asked if consideration could be given for future CoG meetings to involve contributions from NEDs, particularly chairs of Board Committees. It was noted that this concept had been raised as a possibility during earlier discussions about governor/NED engagement. **Annette** agreed and suggested that Martin Temple and Tony Buckham could come to the CoG meeting on 29 March 2022 and she agreed to discuss this with them.

ACTION: Annette to pick up with Martin and Tony

4.1.3 2022 CoG Meeting Dates

The following meeting dates were noted:

29 March; 24 May; 27 September and 29 November 2022

Annette also reported that the Annual Members' Meeting was being scheduled for 26 September 2022.

4.2 Update on CQC Inspection/Well Led Review

Annette reported that the final element of the CQC Well Led Review had taken place on Thursday 11 November 2021. No feedback had been shared with the Trust yet. The Trust expected to receive the CQC's report during the first or second week of January, following receipt of the report the Trust would have ten days in which to respond.

Annette and **Toni** left the meeting at this point.

4.3 Update from CoG Nomination and Remuneration Committee

As Vice-Chair of the CoG NRC **Martin** provided an update on the Committee's recent business. There had been one meeting of the NRC since the last Forum meeting, at that meeting the NRC had noted some governor resignations from and appointments to the Committee. It had been noted that John O'Kane and Martin Temple would both complete their final term office in 2022 and the NRC had an initial discussion about the process to appoint two new NEDs. Two other matters had been discussed and these would be brought to CoG for approval at the meeting on 14 December.

5. Governors' Forum Matters

5.1 Notes of the Governors' Forum Meeting held on 26 August 2021 and Matters Arising

There were no matters arising not covered elsewhere on the Agenda.

The Notes were **AGREED**.

5.2 Feedback Following Presentation on Integrated Risk & Assurance Report (IRAR)

Martin reported that this had been an informative and well attended session with Sandi Carman. He invited **Steve Jones** to share his thoughts on the session.

Steve Jones agreed that this had been a useful session which had provided governors with an opportunity to look at the Trust's level of risk and to receive information on areas where there was ongoing work to address the risks, the information provided had been very useful. **Steve** believed that some level of public scrutiny of the Trust's general risks was important and that governors ought to receive more detailed information and periodic updates. He said he had gained a degree of understanding of the IRAR from observing at the Audit Committee. **Steve** also reminded governors that at the recent focus group with the CQC governors had been asked whether they were briefed on the IRAR and about their level of understanding/awareness of risks.

Martin concurred. He said this was an important area and governors should be aware of the Trust's position. He suggested that if governors were not aware of the risks identified in the IRAR and the Trust's approach to mitigating the risks it was not possible for governors to hold the NEDs to account on this.

It was agreed that the lead governor and deputy lead governor would seek to review this again with **Annette**.

5.3 Governors' Involvement in Trust Committee and Workstreams

5.3.1 Schedule of governor involvement

Jane referred to Paper G showing the various Trust committees and workstreams that governors were involved with/members of. There were vacancies in some areas and **Jane** asked governors to let her know whether they would like to express interest in any of the positions.

Janet Brain (Senior Manager, Clinical Effectiveness & Patient Experience) and **Vicki Patel** (Deputy Clinical Effectiveness Manager) joined the meeting.

5.3.2

Clinical Effectiveness Committee (CEC)

Steve Barks referred to Paper H (CEC ToR). He said that the CEC welcomed two governors as active members of the Committee and he had joined **Mick Ashman** on the CEC in November 2019. **Steve** said that the CEC carried out important work; it met every two months and was chaired by the Deputy Medical Director. **Steve** had found participation in the Committee's work extremely interesting. He had been welcomed as a full member and felt that his contribution was valued. **Mick** said that unfortunately his work commitments now meant that he was unable to participate in the CEC and he had decided to stand down from the Committee. **Mick** said that he would strongly encourage governors to consider joining the Committee.

Steve said that it had been agreed that he should invite **Janet Brain** and **Vicki Patel** to the Forum to brief governors on the CEC and its work to provide insight prior to inviting another governor to join him on the Committee. **Steve** then handed over to **Janet** and **Vicki**.

Janet thanked governors for the opportunity to highlight the work of the CEC and the presentation is attached to these Notes.

Martin thanked **Steve**, **Janet** and **Vicki** for a very interesting presentation.

Janet and **Vicki** left the meeting at this point.

5.4 Update from Staff Governors

Irene Mabbott spoke about Freedom To Speak Up (FTSU), her role as an FTSU Guardian and taking part in national FTSU meetings. Governors were keen to learn more about the role of Guardians and about FTSU generally. It was suggested that the subject would be an

interesting presentation for a future CoG meeting.

6. Any Other Business

There was no further business to discuss.

7. Dates of Governors' Forum Meetings in 2022

23 February; 29 April; 30 August and 26 October 2022