



**Unadopted Minutes of a meeting of the Council of Governors
held at Sheffield United Football Ground on Tuesday 29 November 2022 at 1:40 pm**

PRESENT: Annette Laban (Chair)

PATIENT AND PUBLIC GOVERNORS

Steve Barks	Steve Jones	Jane Pratt	Harold Sharpe
George Chia	Ian Merriman	Sheila Reynolds	Shirley Sherwood
Martin Hodgson	Lewis Noble	Joe Saverimoutou	Jim Steinke
Felister Heeley			

STAFF GOVERNORS

Irene Mabbott	Liz Puddy	Cressida Ridge
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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
Michael Harper	Chief Operating Officer
Jennifer Hill	Medical Director (Operations)
Gul Hussain	Non-Executive Director
Kirsten Major	Chief Executive
Chris Morley	Chief Nurse
Chris Newman	Non-Executive Director
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
Shiella Wright	Non-Executive Director

APOLOGIES - GOVERNORS

Paulette Afflick-Anderson	Michelle Cook	Kaye Meegan	David Warwicker
Steve Bell	Paul Dore	Emma Warrander	Mark Wilcox
Jo Bishop	Angela Foulkes		

APOLOGIES - BOARD MEMBERS

None

MEMBERS OF THE PUBLIC/OBSERVERS

None

COG/22/39

Welcome and Apologies

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

COG/22/40

Declarations of Interest

There were no declarations of interest raised in relation to the agenda.

COG/22/41

Minutes of Council of Governors meeting held on 27 September 2022

COG/22/36 Maggie Porteous said that she had joined the bi-monthly Freedom To Speak Up Strategy Group meetings but that she was not chairing the meetings.

With the above amendment the Minutes of the meeting of the Council of Governors held on 27 September 2022 were **AGREED** and **APPROVED** as a correct record of the meeting.

COG/22/42

Matters Arising

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

It was **AGREED** to close Actions 14; 15; 16 and 18.

It was **AGREED** to provide further updates on Action 17.

There were no further matters arising.

COG/22/43

Chief Executive's Report

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

Kirsten highlighted the following key points:

Covid-19 and Vaccination Programme Updates

- There were 84 Covid-19 positive inpatients and there were no patients being cared for in critical care. There had been three admissions in the previous 24 hours and two patients were discharged. During the pandemic to date there have been 1,581 deaths in hospital and a total of 12,405 hospital admissions.
- The Trust had moved from high to moderate Covid-19 prevalence.
- Steady progress was being made in developing the Getting Back on Track recovery plans.

- The focus continued on providing safe urgent and emergency services and planned elective care.
- Around 50% (approximately 8,500) of staff had received the flu vaccination, with around 46% (approximately 7,700) having had the Covid-19 vaccination.
- Vaccination hubs at RHH and NGH were being well used. Though overall there had been a lower uptake than previous years which reflected the national position.

CQC and Well-led Process

The September CQC report and the Well-led development review were awaited. On receipt factual accuracy checks would be commenced. When timescales were clear these would be shared with Governors.

Operational Performance September – October 2022

- A&E 4 hour standard: In October 72.80% of patients attending A&E were seen within four hours compared to the national target of 95%. The figure for September had been 76.09%.
- 18 week planned care: in October there had been 3,364 52 week breaches and 31 - 104 week breaches. At the end of October the percentage of patients waiting fewer than 18 weeks for treatment had been 66.57%.
- Cancer waiting times: these continued to be challenging and below target in the period.
- Diagnostic waits within six weeks: in the period these remained challenging.

Financial Update:

- Financial Plan 2022/23
 - At month seven the Trust remained in a broadly balanced position.
 - The savings provided by lower activity levels continued to create under-delivery on efficiencies.
 - There were a number of uncertainties/pressures including the Hadfield legal claim and industrial action.
 - It was hoped that national and System positions would be clarified early in the New Year.
 - Nationally at month six there was a £650m deficit against plan.
- Capital Position 2022/23
 - At Quarter two the planned capital spend had been reduced from £58m to £53m and there remained a high risk of slippage.

Industrial Action

- National ballots and strike action
 - The Royal College of Nursing had confirmed action would be taken at a number of Trusts, including STH. Action was anticipated before Christmas.
 - A ballot of UNISON and the Chartered Society of Occupational Therapist members would close at the end of November.
 - A ballot of Royal College of Midwives and Chartered Society of Physiotherapist members would close in early December.
- **Local Strike Action – Rehabilitation Assistants, Active Recovery**

- Following a successful request for re-banding for rehabilitation assistants in Active Recovery from band 2 to band 3 the National Terms and Conditions had been followed to determine pay on the new banding. However this resulted in a group of around 30 colleagues receiving less than other colleagues albeit they were paid correctly.
- Approximately 130 colleagues providing care to our community patients had been balloted resulting in action short of strike from 28 November this included an overtime ban and not undertaking any duties not covered in their job description.

- **People Update**

- Deputy Chief Nurse Karen Jessop had been appointed Chief Nurse at Doncaster and Bassetlaw NHS Foundation Trust and would leave STH in the New Year. Until the substantive post was filled Gill Smith, Nurse Director Combined Community and Acute Care Group, would be Interim Deputy Chief Nurse.
- Angie Legge had been appointed Quality Director and would be leading the Healthcare Governance Team, reporting to Jennifer Hill, Medical Director (Operations).

Kirsten reported on the 18th Staff Thank You Awards held at the City Hall in Sheffield on 16 November and also live streamed for those who were unable to attend. This had been a successful and enjoyable event attended by staff and Board and Governor colleagues.

Kirsten concluded her update with news of the Long Service Awards ceremony that had taken place earlier the same day at the City Hall. Over 600 colleagues had received awards with their combined service totalling 15,2000 years.

During discussion the following points were raised by Governors:

In response to Harold Sharpe's question about contingency plans on strike days, Kirsten said that we would ensure that safe care continued to be provided in emergency services; maternity and cancer care but there would be an impact on planned care. The Trust continued to work through the contingencies with Directorates and Silver Command would be in operation on strike days.

There were no further questions from governors.

COG/22/44

Getting Back on Track

Mark Tuckett reminded Governors that the aims of the Getting Back on Track Programme were to deliver excellent quality patient care; to ensure our staff were fulfilled and supported; to be a clinically ambitious and a leader in teaching and research and for the organisation to be well managed and forward thinking. He said that two of these four quadrants were being addressed at today's Council meeting: delivering excellent quality patient care and fulfilled and supported staff.

- **Delivering Excellent Quality Patient Care**

- (a) Update on CQC Inspection

Jennifer Hill reminded Governors of the outcome of the CQC inspection report and provided an update on the improvement programme. This had been developed around 17 outcomes which were grouped into five improvement

programmes/intensive programmes: mental health; fundamental care; quality governance; workforce and well-led.

Ros Roughton said that NEDs had discussed the improvement programme with the executives. The approach being taken was systematic. Rather than simply a response to the Regulator, the improvement programme was the right thing to do. Ros was assured that the outcomes were all measurable and would make a difference and she confirmed that Quality Committee would be receiving regular updates.

(b) The Trust's Winter Plan

Michael Harper said that the Trust was preparing for a difficult winter with the usual increase in demand plus the pressures presented by Covid-19 and flu. Additional risks had been identified including staff health and wellbeing with operational pressures continuing to impact on our workforce; delays in social care and the impact of industrial action. Following significant planning over the summer a robust response had been developed which included investing in additional acute capacity; extra social care capacity including additional home care hours; expediting discharges; operational oversight at key meetings; supporting staff and a clear focus on patient flow. Michael said that working relationships with partners were strong and city-wide working was key to managing the coming months.

- Well Managed, Forward-Thinking Organisation

(a) Update on Well-led Review

Kirsten Major said that best practice advocated that organisations should undertake a developmental review of governance and leadership every three years to identify continuous improvement actions. As Governors were aware AuditOne had been commissioned by the Board to undertake such a review.

AuditOne had now completed the review and the final report was expected during December 2022, when this was received consideration would be given to any recommendations and an improvement plan would be developed and implemented alongside a process for reviewing progress.

Annette Laban said that the review was developmental, she considered the final report to be 360 degree feedback from a wide range of stakeholders that the Board and the wider organisation should learn from.

- Fulfilled and Supported Staff

(a) Health and Wellbeing Update and Wider Actions

Mark Gwilliam reported on a range of health and wellbeing support on offer to staff, this came in three parts:

Mental health wellbeing including access to the VIVUP 24/7 service for staff and members of their household; Schwartz Rounds; continued provision of calm rooms and team psychological support.

Physical wellbeing with self-referral to the staff physiotherapy service; menopause support; a long-Covid support group and development of outdoor spaces including Horatio's garden.

Financial wellbeing with assistance on budget management including affordable loans; VIVUP discount cards and the salary sacrifice scheme for home electronics items, bikes and cars etc.

Mark said that in addition to this assistance the Trust had increased the business mileage rates paid to staff; had introduced inflation buster meals across Trust's catering outlets; had secured discounted bus travel for staff using public transport to get to work and was introducing Wagestream that allowed staff to access salary advances ahead of pay day.

Mark also outlined pensions and tax support being offered which included a briefing with an independent pensions consultant.

As Chair of the People Committee (previously the Human Resources and Organisational Development Committee) Shiella Wright agreed that the Trust was focussed on the health and wellbeing of staff.

There were no questions from governors.

COG/22/45

Table Discussions and Q&A

Mixed individual tables of Governors, NEDs and Executives had an opportunity to discuss a range of issues and topics of interest. It was agreed beforehand not take detailed feedback from individual tables but to highlight any issues of significance:

- Kirsten said that the Trust acknowledged the right of colleagues to take strike actions and confirmed that plans were in place to ensure that strike action would not put patients at risk.
- Shiella Wright said that colleagues on her table were keen to ensure that that staff knew how much all their hard work was appreciated.

COG/22/46

Freedom To Speak Up Guardians (FTSU)

Mark Gwilliam said that he was the executive lead for FTSU and that Maggie Porteous was the NED lead and that, as Governors were aware, Staff Governors Paulette Afflick-Anderson and Liz Puddy were FTSU Guardians. Irene Mabbott had recently stepped down as a Guardian and Mark thanked Irene for the work she had undertaken over a number of years.

Mark reported that during the previous 12 months 29 FTSU concerns had been raised. He said that these could be categorised under five headings: staffing levels; management of staff deployed during Covid; colleague behaviours; management behaviours and staff wellbeing. The majority of concerns were around colleague or management behaviours.

Liz Puddy then reviewed a recent FTSU case study and described how a colleague concerned about staffing levels had escalated the concern locally then raised it with the FTSU Guardian. Liz outlined the steps taken by the Guardian on behalf of the colleague and the support and signposting provided to enable a positive outcome with the colleague happy to close the concern.

Liz added that the Trust had reviewed the FTSU model and it would no longer be confining the role of Guardian to Staff Governors, the number of Guardians was being increased to ten and colleagues from across the Trust would be invited to apply for the voluntary role. A substantive post had now been established for a lead Guardian to work three days per week. The new model would be reviewed in 12 months' time.

Maggie Porteous said that, as previously reported, she now attended the bi-monthly FTSU Strategy Group meetings. To date she had attended three meetings. At the meetings she was looking for assurance that concerns were dealt with confidentially and were resolved appropriately and without delay. Going forward the Strategy Group would be reviewing the new FTSU Lead Guardian model; the visibility of FTSU across the Trust and the number of concerns that were being raised.

During discussion the following points were highlighted:

In response to Felister Heeley's query whether three days per week was sufficient for the new substantive role, Mark said that the new model was thought to be appropriate. Also there were 57 FTSU Champions across the organisation. He said that the new model would be reviewed in 12 months' time. Liz Puddy added that the FTSU Guardians had reservations about the new model.

There were no further questions from Governors.

COG/22/47

Governors' Matters

(a) **Unadopted Notes of Governors' Forum Meeting held on 26 October 2022**

Martin Hodgson, Lead Governor, referred to Paper C, Notes of the Forum meeting held on 26 October, and reported on an enjoyable, open and informative conversation with Tony Buckham, NED and Senior Independent Director. Tony had given a helpful update on the current position with Hadfield Building; the new Electronic Patient Record and discussion at the Finance and Performance Committee that he now chaired. There had also been an interesting discussion about the Trust's long-term infrastructure strategy.

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

Steve Barks, Vice-Chair of the NRC, reported on meetings of the NRC since the last Council of Governors meeting.

He said that, as Governors were aware, John O'Kane reached the end of his tenure as a NED on 30 September 2023 and the NRC had been discussing the process to replace him. John's successor would be replacing him as Chair of the Audit Committee and to facilitate a smooth transition the NRC had agreed to make the new appointment from 1 April 2023 to allow a period of familiarisation for the appointee.

Ahead of the recruitment process a benchmarking exercise had established that a number of Trusts had recently made successful NED appointments without engaging an executive search agency, undertaking the recruitment process in-house. The NRC received an informative presentation from the Trust Secretary from Sheffield Children's Hospitals NHS Foundation Trust outlining their in-house appointment process. Following detailed discussion the NRC agreed to carry out the upcoming process to appoint John O'Kane's successor in-house.

In order to make the appointment from 1 April 2023, with assistance from Sandi Carman and Jane Pellegrina, the NRC were now moving ahead at pace with the recruitment process. The role would be advertised mid-December with a closing date of 10 January 2023. Following interviews in February and March there would be a virtual private, extraordinary Council of Governors for the Council to receive the NRC's recommendation on the appointment.

Additionally the Council of Governors would also be asked to review recommendations from the NRC on the reappointment of NEDs during the coming year.

Steve encouraged Governors to observe at the Board of Directors meetings in public in order to seek assurance of challenge of the executive from the NEDs and to enable Governors to provide feedback on the performance of the Chair and the NEDs.

There were no questions from governors.

COG/22/48

Annual Review of Council of Governors' Terms of Reference

Sandi Carman referred to Paper D, she said that the changes to the Terms of Reference identified at the annual review were shown as track changes. She also highlighted the planned detailed analysis of documents recently published by NHS England and confirmed that the Council of Governors would be advised of any further potential changes to the Terms of Reference that may be required.

There were no questions from Governors.

The Council of Governors **APPROVED** the updated Terms of Reference of the Council of Governors.

COG/22/49

Approval of Amended Terms of Reference of Council of Governors' Nomination and Remuneration Committee Terms of Reference

Sandi Carman referred to Paper E, she said that the amended Terms of Reference of the Council of Governors' Nomination and Remuneration Committee (NRC) were presented to the Council for approval following agreement of the amendments by the NRC.

There were no questions from Governors.

The Council of Governors **APPROVED** the amendments to Terms of Reference of the Council of Governors' Nomination and Remuneration Committee agreed by the Council of Governors Nomination and Remuneration Committee following a scheduled review on 8 November 2022 of the Council of Governors.

COG/22/50

Any Other Business

There was no further business to discuss.

Steve Barks said that he had enjoyed the new format for the meeting and looked forward to seeing the meeting continue to develop further in the New Year.

Annette said she hoped that everyone had happy festive break and wished everyone a happy New Year.

COG/22/51

Dates of Meetings in 2023

6 March – Undergraduate Common Room, Medical Education Centre, Northern Campus
20 June – Sheffield United Football Stadium, Bramall Lane

19 September – Undergraduate Common Room
12 December – Undergraduate Common Room

Signed:
Chair

Date:.....