



COUNCIL OF GOVERNORS

Minutes of the Meeting of the Sheffield Teaching Hospitals NHS Foundation Trust COUNCIL OF GOVERNORS held on Tuesday 13th September 2016, in the Chatsworth Suite, Rivermead Training Centre, Northern General Hospital

PRESENT: Mr. A. Pedder (Chairman)

PATIENT AND PUBLIC GOVERNORS

Mick Ashman	Dorothy Hallatt	Kath Parker
Georgina Bishop	Peter Hewkin	Spencer Pitfield
Jennifer Booth	Martin Hodgson	Graham Thompson
George Clark	Joyce Justice	Michael Warner
Sally Craig	Ian Merriman	Nev Wheeler

STAFF GOVERNORS

Dylan Caffell	Irene Mabbott	John West
Cath Hemingway		

PARTNER GOVERNORS

Amanda Forrest	Paul Corcoran
----------------	---------------

APOLOGIES

Hilary Chapman	Dawn Moore	Sue Taylor
Jacquie Kirk	Lewis Noble	John Warner
Annette Laban	Craig Stevenson	

IN ATTENDANCE

Tony Buckham	Mark Gwilliam	Julie Phelan
Andrew Cash	Kirsten Major	Neil Priestley
Sandi Carman	Chris Morley	Martin Temple
Sue Coulson (Minutes)	Jane Pellegrina	David Throssell

Mr. T. Cutler (item COG/16/16(a))

OBSERVER

1 member of the public

Prior to the commencement of the meeting the Chairman welcomed all the new Governors to their first meeting as well as Sandi Carman who had recently taken up the post of Assistant Chief Executive, following Neil Riley's retirement.

The Chairman also reported the following:

- Dick Williams had resigned as Governor and, on behalf of the Council and the Trust, the Chairman thanked him for his contribution and wished him well for the future. Jane Pellegrina had started the process to appoint his replacement.
- Chris Monk had been appointed Operations Director of the South Yorkshire Regional Services Care Group. It was not clear how his new role would affect his role as Staff Governor and that was currently being worked through.

COG/16/22

Declarations of Interest

There were no declarations of interest.

COG/16/23

Minutes of the Meeting of the Council of Governors held on 1st June 2016

The Minutes of the Meeting held on 1st June 2016, were agreed and signed by the Chairman as a correct record.

COG/16/24

Matters arising

(a) CQC Round Up

(COG/1612(a)) The Chief Executive gave a short presentation/overview (copy attached to the minutes) of the outcome of the CQC inspection and the next steps.

The key points were:

- The Trust was one of only 18 Trusts (out of 174) that had achieved 'Good' across all five domains and that rating reflected the hard work of its staff and volunteers.
- The Trust was committed to on-going improvement to provide the best care and experience for its patients.
- An Action Plan had been submitted to the CQC on 7th July 2016 which included all the 'must do' and 'should do' items. The Healthcare Governance Committee would monitor progress on behalf of the Board of Directors.
- The main areas of focus were End of Life Pathway, Emergency Care experience and the refurbishment of Weston Park Hospital.

(b) Junior Doctors' Contract

(COG/16/12(b)) The Director of Human Resources briefed Governors on the background and issues surrounding the junior doctors' contracts and the forthcoming periods of industrial action. The key points were:

- Discussion and negotiation regarding the contract started three years ago. In May 2016 ACAS were asked to mediate between the BMA, Junior Doctors Council and NHS Employers. Following two weeks of intense talks an agreement was reached a contract was presented to junior doctors.
- A referendum was held in July 2016 and the outcome was that 58% of junior doctors rejected the contract.

- The Secretary of State for Health then announced that despite the rejection of the contract it would be introduced with effect from October 2016 on a staged approach by speciality and the Trust has been working to that directive.
- The current position was that there would be 5 continuous days of industrial action each month until the matter was resolved. The first of such action was initially planned for 12th September 2016, however that had been stood down.
- Strike Action was to go ahead in October 2016 and the Trust was working closely with all parties to minimise disruption and putting plans in place to maintain activity as much as possible. The Medical Director, Director of Human Resources and the Director of Operations were meeting with junior doctors to plan for the strike period. **[Post meeting note: this planned actin has now been stood down]**

The Medical Director emphasised that obviously there were differing opinions amongst the medical staff and it was extremely important to maintain a good relationship between juniors and senior medical staff. The impact of 5-day strikes would obviously be much greater than the previous one-day strikes.

Governors acknowledged that it was inevitable that elective activity would be lost during the strike periods but queried how quickly the Trust would be able to recover that lost activity. The Director of Strategy and Operations said that it would be hugely challenging but she was working with her team to put plans in place. She pointed out that the position would get continually worse if strike periods were held month on month.

The Chairman also emphasised the seriousness of the industrial action and the huge impact it would have on the Trust. Governors would be kept posted on the matter.

(c) Emergency Department

(COG/16/14(a)) The Director of Strategy and Operations reported that there had been a significant improvement in performance over the summer months and in August 2016 the Trust had delivered above its Sustainability and Transformation Fund trajectory agreement. The Trust was also above the national target for September 2016.

She also reported that the following changes had been made to the Emergency Care Group as the Trust needed to adapt its ways of working to manage the sustained growing demand and to ensure that the Trust continued to provide good quality safe care. The Group had been divided into two separate Care Groups and each Group would have a dedicated Clinical Director, Nurse Director and Operations Director. The two new Care Groups comprised:

- Group 1: Acute and Emergency Care Group: A&E along with Acute Medicine.
- Group 2: Name to be confirmed: Diabetes, Endocrinology, Gastroenterology, Respiratory Medicine and Pharmacy

She also reported that the A&E Department continued to field the impact on the operational flow associated with the problems of social care provision.

COG/16/25

External Audit

(a) 2015/16 Annual Governance Report

Mr. Tim Cutler, Engagement Lead, KPMG was in attendance for this item. He explained that the purpose of his attendance was to present to Governors the 2015/16 Annual Governance Report (Enclosure B) and the 2015/16 Assurance on the Quality Report (Enclosure C) copies of which had been circulated with the agenda papers and to give Governors the opportunity to ask questions. Mr. Cutler gave a short presentation (a copy of which is attached to the minutes). The key points to note were:

- There were three aspects to the Audit:
 - Financial Statements Audit
 - Value for Money
 - Quality Report
- Financial Statements Audit - The audit of the financial statements had been completed and the content of the Annual Report (including the Remuneration Report) and the Annual Governance Statement (AGS) had been reviewed. The findings were:
 - There were no adjusted or unadjusted audit differences.
 - Presentational changes to the accounts had been agreed with Finance and mainly related to compliance with the ARM (Annual Reporting Manual)
 - Some minor disclosure changes were required

On the basis of the above findings KPMG gave an unqualified (satisfactory) opinion.

- Value for Money – Sound arrangements were in place.
- Quality Report – The audit finding was that the Quality Report accurately reflected the data taken from the Trust systems.
- Indicators – KPMG gave a clean ‘limited’ assurance opinion on the two mandated indicators (18 weeks referral to treatment and 62 cancer wait). He explained that no opinion was required this year on the local indicator (Emergency re-admissions) selected by Governors. However had one been required KPMG would have been able to provide an opinion. KPMG did make a couple of recommendations regarding the local indicator to improve the process.

COG/16/26

Governors’ Matters

(a) Notes of Governors’ Forum Meeting held on 15th August 2016

Kath Parker presented the Notes of the Governor’s Forum Meeting held on 15th August, 2016 and highlighted the following points:

- Arrangements were being made for a visit to the Estates Department
- A Governor Training Day had been arranged for 15th November 2016
- The lack of access to the Trust’s Wi-Fi caused considerable problems for Governors in accessing meeting papers. A meeting had been arranged on 29th September 2016 for Governors to meet IT staff to discuss the matter.

(b) Update from Council of Governors' Nominations and Remuneration Committee

George Clark gave an update from the Nominations and Remuneration Committee on the 2015/16 Annual Appraisal of the Chairman.

He explained that the annual appraisal of the Chairman had been completed following the annual appraisal framework. The process included a template of questions being sent out to Governors, Executive Directors and Non-Executive Directors. Twenty one responses out of 23 were received.

A meeting was held with the Assistant Chief Executive, Vice Chair of the Council of Governors Nominations Remuneration Committee and the Senior Independent Director to discuss and manage the process and the responses received.

On 23rd August 2016 a final meeting was held with the Chairman to undertake the appraisal. Overall, all of the outcomes were very positive and the vast majority of responses being outstanding or good and none being poor. The Board of Directors and Council of Governors were very happy with the Chairman and how he conducted the business of the Trust. Recommendations were discussed and agreed.

(c) Governors' Visit/Presentation Reports

The Council of Governors **RECEIVED** and **NOTED** the report on the presentation on car parking and transport given by Kevin O'Regan, Hotel Services Director on 19th May 2016.

Amanda Forrest reported on the presentation by the CCG to Governors held on 12th September, 2016. She explained that it was the second of such presentations and discussion focussed around strategy, system change and quality and not just finances. She reported that the CCG had found the session extremely useful and would like to make it a regular event. They were also looking at extending the arrangement to the other two Foundation Trusts in Sheffield.

Kath Parker reported that Governors had also found the session extremely interesting and would be more than happy for the CCG to arrange a further session in six months' time.

(d) Update on arrangements for Annual Members' Meeting

Kath Parker reported that arrangements for the Annual Members' Meeting were near to completion. The meeting was on Thursday 22nd September 2016 in the Medical Education Centre at the Northern General Hospital. The order of business was:

11:00 am onwards	Member registration and stalls showcasing services/groups
11.45 am	Light Buffet Lunch available
1.00 pm to 2.45 pm	Formal Annual Members' Meeting
3.15 pm to 4.00 pm	Visit to Helipad (with Helicopter in situ if possible)

The Chairman noted that it would be helpful if he could be provided with question cards so that he can make sure that he is able to answer members' questions.

Chief Executive's Report

The Chief Executive referred to his report (Enclosure F) circulated with the agenda papers.

He reported that in terms of performance Quarter 1 had been extremely challenging and the Trust had not achieved the A&E target although he pointed out that the Trust had not recommenced reporting until mid-May following the implementation of Lorenzo in September 2015. The Trust had also not met the GP 62 day Target and the 31 Day Cancer Target.

The performance in Quarter 2 (July to September) in terms of the two cancer targets was looking much better and the Trust expected to meet all the cancer targets by the end of Quarter 2. However all patient activity (outpatient follow ups; new outpatients; elective; non elective) was down on the Trust's contract. Therefore the Trust was not seeing as many patients as it would have expected and that position needed to be addressed and following action would take place between now and December 2016:

- A summit led by the Chief Executive was held on 1st September 2016 with Clinical Directors and Senior Managers to review the current position. All directorates were asked to produce plans by 8th September 2016 to recover their performance by the end of December 2016.
- Some outpatient clinics would be overbooked until the Trust caught up on numbers. In relation to the implementation of the EPR system there were 17 workstreams that concentrated on getting all the issues resolved by the end of the summer 2016 and to ensure that letters patients receive regarding outpatient appointments were sent out properly and on time.

The Director of Human Resources reported that the Trust had made significant progress in the first four months of this financial year in reducing agency spend compared to the same period in 2015/16.

The Deputy Chief Nurse reported that it was the time of the year when the Trust was actively recruiting as many of the newly qualified nurses into the organisation. The Trust had held a nurse recruitment event on Saturday 10th September 2016 which had attracted over 100 potential employees of which 60% were student nurses looking for jobs next year. There were also about 30-40 people looking to move from other organisations.

Paul Concorran reported that a new course "Access to Nursing" being run at the Sheffield College had seen a massive take up which demonstrated what an attractive career nursing was.

In terms of the financial position, the Director of Finance reinforced the comments made by the Chief Executive that the Trust had to improve its activity position. The Chairman commented that if STH was under financial pressure other NHS organisations must be in a desperate position.

The Chief Executive was delighted to announce that the Trust had been successful in its bid to be a NIHR Biomedical Research Centre and had been awarded over £4m of Government funding to pioneer medical breakthroughs in the treatment, diagnosis and prevention of progressive illnesses such as dementia, Parkinson's disease, motor neurone disease, stroke and multiple sclerosis. A communication would be circulated around the Trust tomorrow.

The following questions were raised during discussion:

- To what extent did the activity problems relate to the issues in the Emergency Department? The Director of Strategy and Operations reported that 100 patients approximately a month were affected as emergency work takes precedence over elective work. The Director of Finance commented that 2015/16 was the first year the Trust had underperformed.
- A Governor asked about cancer targets and if District General Hospitals were still sending in late referrals. The Chief Executive reported that a national solution to the problem was in the pipeline and the Director of Strategy and Development reported that a new set of rules would be implemented with effect from 1st October 2016 and a copy would be circulated with the minutes of this meeting.

Action: Kirsten Major

- A Governor asked if the Junior Doctor Strikes were going ahead and whether Consultants were duty bound to cover for them and whether the Trust would have to pay enhanced rates for that cover. The Medical Director confirmed that additional payment would not be made in relation to the cover. The cost to the Trust would be in terms of lost activity and not by payments to consultants. However he emphasised that the industrial action would obviously put extra pressure on Consultants.
- A Governor asked if the Trust was satisfied with its performance on sickness absence. The Director of Human Resources stated that the Trust's performance of 4.13% compared with the national average and was about right for the size of the organisation. However he emphasised that the Trust was working hard to get below 4%.

Sustainability and Transformation Plan – The Chief Executive gave a short presentation to update Governors on the background and development of the South Yorkshire and Bassetlaw Sustainability and Transformation Plan (SY&BSTP) (copy attached to the minutes).

Governors queried whether the Chief Executive had a conflict of interest with the work he was doing on the SY&BSTP and his role of Chief Executive of STH. The Chairman responded by confirming that the STH Board of Directors fully supported the Chief Executive's role in the SY&BSTP.

The Chief Executive reported that further sessions on SY&BSTP would be arranged for Governors but given the time constraints these may be separate from the Council of Governors meetings.

Action: Sir Andrew Cash

COG/16/28

Governors' Open Forum Time

(a) **Short Term Intervention Team – Challenges facing the Trust**

At the request of Governors, the Director of Strategy and Operations gave a presentation (copy attached to the minutes) on the Short Term Intervention Team. The presentation included the background to the recent problems of reduced capacity within the service and the affect that had had and was still having on the Trust in terms of delays in discharging patients.

She reported that the position was extremely serious and was not good for patients and their relatives plus it had financial implications for the Trust. Sheffield had gone from providing a role model service to providing a poor service. The Chief

Executive and Chairman had arranged to meet with the CE and Leader of the Sheffield Council on Thursday 15th September 2015 to discuss the problem.

If the issues were not resolved urgently the Trust would face major problems in the forthcoming winter period.

Amanda Forrest briefed members of a personal experience relating to delayed discharge. She felt that there were some issues which could be tackled internally by the Trust. She also reported that the CCG were equally concerned about the position and although it was slightly better at present winter was just around the corner. She stated that part of the problem was that some Independent Sector providers were no longer in operation and it would take some time to ensure that new providers reached the relevant standards and to make sure they offer a safe service and were good employers.

The Chairman stated that the situation was having a significant impact on the Trust's community staff.

COG/16/29

Appointment of External Auditor

The Chairman referred to Enclosure G circulated with the agenda papers which set out the formal and rigorous process undertaken by the Audit Committee to appoint the Trust's External Auditor as the current contract with KPMG was due to expire at the end of September 2016.

Following completion of that exercise the Council of Governors was asked to approve the Audit Committee's recommendation to appoint Mazars as the Trust's External Auditor for a period of three years with an option to extend by two years. The appointment would commence for the 2016/17 financial year.

The Council of Governors **APPROVED** the Audit Committee's recommendation.

COG/16/30

To Receive and Note:

- (a) Quarterly Complaints and Feedback Report for the period January to March 2016

The Council of Governors **RECEIVED** and **NOTED** the quarterly Complaints and Feedback Report for the period January to March 2016.

COG/16/31

Any Other Business

Meeting Papers

Concern was expressed that hard copies of the meeting papers had not arrived until the day of the meeting. The Chairman apologised and agreed that Sandi Carman would look into the matter.

COG/16/32

Date and time of next meeting

The next meeting would be held at 5.00 pm on Tuesday 6th December 2016, in the Undergraduate Common Room at the Northern General Hospital.

Signed Date
Chairman