



UNADOPTED Minutes of the Meeting of the COUNCIL OF GOVERNORS
held on Tuesday 25 June 2019
Undergraduate Common Room, Northern General Hospital

PRESENT: Tony Pedder (Chair)

PATIENT AND PUBLIC GOVERNORS

Mick Ashman	Martin Hodgson	Ian Merriman	Kath Parker
Barbara Bell	Steve Jones	Brendan Molloy	Joe Saverimoutou
Sally Craig	Joyce Justice	Lewis Noble	Sue Taylor

STAFF GOVERNORS

Pete Tanker	Cressida Ridge	Karen Smith
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PARTNER GOVERNORS

Tim Furness	Amanda Forrest	Luc de Witte
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IN ATTENDANCE

Tony Buckham	Non-Executive Director
Sandi Carman	Assistant Chief Executive
Anne Gibbs	Director of Strategy and Planning
Judith Green	Corporate Governance Manager
Mark Gwilliam	Director of Human Resources and Staff Development
Michael Harper	Chief Operating Officer
David Hughes	Medical Director
Annette Laban	Non-Executive Director
Chris Morley	Chief Nurse
Chris Newman	Non-Executive Director
John O'Kane	Non-Executive Director
Jane Pellegrina	Membership Manager
Neil Priestley	Director of Finance (Acting CEO)
Martin Temple	Non-Executive Director
Shiella Wright	Non-Executive Director

APOLOGIES - GOVERNORS

Wendy Bradley	George Chia	Michelle Cook	Emily Edmunds
Angela Foulkes	Irene Mabbott	Harold Sharpe	

APOLOGIES - BOARD MEMBERS

Candace Imison	Kirsten Major	Julie Phelan
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MEMBERS OF THE PUBLIC/OBSERVERS

There were no observers.

COG/19/65

Welcome and Apologies

Mr Pedder welcomed everyone to the meeting.

Mr Pedder congratulated Mr Ashman, Mr Hodgson, Mr Sharpe and Mrs Taylor on their re-election to the Council of Governors.

The above apologies were noted.

COG/19/66

Declarations of Interest

There were no declarations of interest.

COG/19/67

Reflection and Feedback Session Following the Board of Directors

Mr Pedder invited the meeting to take the opportunity to reflect together on the discussions which had taken place earlier that day at the meeting of the Board of Directors. Following the discussion Mr Pedder said that he would take feedback from the individual tables.

The following feedback was noted:

Mrs Laban said that her table had discussed the Clinical Update to the Board on Genomics provided by Dr Hughes. Following some further general discussion it was agreed that this had been an excellent presentation. Dr Hughes said that he would be happy to provide a separate session for Governors on Genomics and it was agreed that a presentation would be arranged later in the year.

ACTION: Mrs Pellegrina/Dr Hughes

Mrs Laban also said that, in common with other tables, they had discussed the current position with the Hadfield Building. They had agreed it was reassuring that, following complex and protracted discussions, the prospect of agreement about the way forward was close.

Miss Parker said that her table had discussed the national position regarding vacant nursing staff posts and had talked about the ethics of recruiting nurses from abroad.

Mr Hodgson commented on the plethora of lengthy papers presented at the Board and wondered whether some of the documents could be condensed. He said that his comments applied mainly to documents provided from external agencies, for example the report from the South Yorkshire and Bassetlaw Integrated Care System and the Clinical Research Network Yorkshire and Humber Annual Report. Mr Pedder said that this was challenging for good governance it was necessary for the Board to receive some of the detailed information. Nevertheless he took Mr Hodgson's point and suggested that the Executive could review the situation. Mr O'Kane said that every effort should be made to ensure that we do not confuse good governance with providing excessive information.

COG/19/68

Minutes of Council of Governors Meeting held on 26 March 2019

It was agreed that the proposal, from a Governor who had sent apologies, to amend the Minutes relating to the Unadopted Notes of the Governors' Forum meeting should be managed at the Forum meeting.

The Minutes of the Meeting of the Council of Governors held on 26 March 2019 were **AGREED** as a correct record and signed by the Chairman.

COG/19/69

Matters Arising

(a) Update on Review of Trust Constitution V6 (CoG/18/47)

Mrs Carman reported that Governors were being canvassed for a date for a meeting of the Constitution Review Group. Terms of Reference would be agreed at that meeting and she would continue to keep the Council of Governors informed on progress.

COG/19/70

External Audit Service: Annual Audit Letter and 2018/19 External Assurance on the Quality Report

Mr Cameron Waddell (partner, Mazars) was in attendance. Mr Waddell explained that the purpose of his attendance was to present the Council of Governors with Mazars' Annual Audit Letter for the year ended 31 March 2019 (enclosure B) and the external assurance on the Trust's Quality Report for the same period (enclosure C), both documents had been circulated with the Agenda.

Mr Waddell said that the Annual Audit Letter summarised the work that Mazars had undertaken as the Trust's auditor. He explained that Mazars' responsibilities as auditors were set out in the National Audit Office Code of Audit Practice and include:

- Giving an opinion on the Trust's accounts,
- Reviewing evidence on the Trust's arrangements to deliver economy, efficiency and effectiveness,
- Reviewing the Annual Governance Statement,
- Reviewing the Annual Report, and
- Reporting to the National Audit Office on the Trust's consolidation schedules

Mr Waddell said that the overall messages from Mazars' audit were positive and that the Trust and Mazars had met all the required deadlines. As in previous years Mazars had found the Trust's finance team very co-operative during their work which had ensured a smooth process that resulted in an unqualified opinion by the deadline. He said that their audit identified few issues in the draft accounts and they had only identified one low risk recommendation to improve controls that the Trust was already aware of and was acting on. They had found no evidence that proper arrangements were not in place to secure economy, efficiency and effectiveness and appropriate assurance was provided to the National Audit Office on the Trust's consolidated schedules.

Mr Waddell reported that Mazars had found no significant risks arising from their work on any of the key audit matters and/or areas of significant risk:

- Management override of controls

- Revenue recognition
- Valuation of land and buildings

Mr Pedder invited questions.

Mr Hodgson asked whether Mr Waddell had any concerns regarding internal control relating to journal authorisation that had also identified in last year's audit. Mr Waddell said that this had been identified as a low risk deficiency and Mazars were satisfied that the Trust was making progress on this.

Mr Waddell then set out the auditor's responsibilities in respect of the Trust's Quality Report. He said that NHSI's Trust Annual Reporting Manual and accompanying guidance required Mazars to review the content of the Quality Report to ensure that it was in line with NHSI requirements and that it was consistent with other information sources. He said that they were also required to test the performance indicators mandated by NHSI and another indicator from the Quality Report selected by Governors.

Mr Waddell confirmed that there were no significant findings arising from their work on the Trust's Quality Report

There were no questions regarding the External Assurance on the Quality Report.

In conclusion Mr Waddell said that, like most of the NHS, STH continued to face significant financial and operational challenges, reflecting the continued national drive to control NHS finance whilst modernising and developing services. He said that, based on Mazars' work with the Trust to-date, they believed the Trust had successfully met the challenges so far and remained well placed for the future.

Mr Waddell said that the Trust continued to take a positive and constructive approach to audit and he thanked Mr Priestley and his team for their support and co-operation during the year.

Mr Pedder thanked Mr Waddell and Mr Priestley for their work on this year's audit and Mr Waddell left the meeting.

COG/19/71

Governors' Matters

(a) Notes of Governors' Forum Meeting held on 14 May 2019

Mrs Craig said that prior to the formal Forum meeting governors had enjoyed an interesting and comprehensive discussion with Mr Pedder and Mrs Carman. A wide range of topics had been covered including, an update on the position regarding the Hadfield Building; recruitment of nurses; the development scheme at Weston Park Hospital; the Medical Examiner's office accommodation and a lengthy debate regarding a recent workshop provided for Governors by NHS Providers.

Mr Pedder asked Dr Hughes whether any progress had been made regarding the Medical Examiner's office accommodation. Dr Hughes reported that the Estates Department had identified alternative accommodation but that some refurbishment work would be required. Mr Priestley said that the Capital Investment Team had approved a request for the allocation of funds to cover the initial fees to progress this work.

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

Mr Hodgson reported that since the Council of Governors meeting on 26 March 2019 there had been one meeting of the Nominations and Remuneration Committee on 14 May 2019.

The Committee had noted that Non-Executive Director Ms Candace Imison had decided not to seek a second term of office when her current term of office ended on 30 September 2019. The Committee would be required to seek a replacement for Ms Imison.

Discussion was ongoing regarding the position of Associate Non-Executive Director.

The Committee had also discussed at length the remuneration of the Chair and Non-Executive Directors. It had been agreed that there should be no increase but that the position would be reviewed again next year. However, Mr Pedder had been asked to inform the Non-Executive Directors that the Committee had discussed this matter in detail and that the decision not to increase the remuneration was not indicative of the value of the contribution of the Non-Executive Directors.

Feedback on the Non-Executive Directors provided to Mr Hodgson by Governors had been communicated to Mr Pedder and had contributed to the appraisal of the Non-Executive Directors. The Nominations and Remuneration Committee had begun the appraisal of the Chair and Mr Hodgson and Mrs Laban would be meeting with Mr Pedder in the near future to discuss the outcomes.

The next meeting of the Nominations and Remuneration Committee would be on 10 July 2019.

(c) Annual Members' Meeting 17 September 2019

Miss Parker reported that the AMM Planning Group had met on 9 May. It had been agreed that the AMM would be held on 17 September 2019 and would start at 10:30 am. The venue would be the Medical Education Centre at the Northern General Hospital. A further meeting of the Planning Group was being held on 16 July and Mrs Phelan, Director of Communications, would be attending. Following the meeting a small number of Governors hoped to be able to meet with the Chief Executive to discuss the Group's proposals.

COG/19/72

Update on Review of Trust's Car Parking Strategy including Strategic Transport and Travel Project Group

Ms Gibbs updated the Council of Governors on the on travel and transport review. She reminded Governors that the Trust agreed to establish a Strategic Transport and Travel Group to produce a package of practical measures designed to influence transport to and from the Trust's sites for patients, visitors and staff. She said that an assessment of the current arrangements was being undertaken to establish a robust baseline. A specification could then be identified and external capacity secured to develop transport and travel options to meet the predicted demand. Following engagement with stakeholders a revised travel and transport plan for the Trust would then be developed.

Ms Gibbs highlighted some key points:

- Parking at peak times was very challenging.
- The patient experience and our operational efficiency (eg DNAs) was adversely impacted.
- Better use should be made of what is already available.

- Use of public transport by staff (31%) had increased which was at odds with the wider city usage.
- 39% of staff travelled to work in single occupancy vehicles.
- There was a broad spread of staff travelling to the Trust from as far away as Lincolnshire, Hull and Manchester.
- The Trust had already made some improvements:
 - There were now around 4,000 car parking spaces.
 - Two park and ride facilities (Owlerton and Tapton) were operating.
 - There had been major bus service changes.
 - There were 18 additional bike spaces on B Road at RHH.
 - Incentive schemes for bike users had been introduced.
 - The Trust funded 4 Bike Doctor sessions in the last financial year.
 - Staff could access the benefits of the i choose scheme.

Ms Gibbs thanked Mr Molloy for agreeing to join the Strategic Transport and Travel Project Group.

During discussion the following points were noted:

Mr Ashman queried whether the Supertram network was likely to be extended. Ms Gibbs said that the Trust is working closely with Sheffield City Council but realistically extending the network is not currently an option.

Ms Bell asked whether unused sites close to the Meadowhall Shopping Centre had been considered for park and ride. Ms Gibbs said that the different requirements of staff and patients have to be considered around park and ride.

Ms Forrest said that the Integrated Care System had a transport group and she hoped that work wasn't being duplicated. Ms Gibbs said that she would check this.

Mr Hodgson queried whether incentives were offered to staff to join in car sharing schemes. Ms Gibbs said that there were a number of incentives including multiple occupancy car parking permits and parking areas.

Prof Newman advocated that all options are kept open and that the Trust adopt a forward thinking and adventurous approach.

COG/19/73

Chief Executive's Report

Mr Priestley provided the Chief Executive's report.

He said that following recent new appointments to the Executive team it had been decided that rather than recruit to the post of Deputy Chief Executive the post of Chief Operating Officer will become an Executive Director and Mr Harper would continue in the role of Chief Operating Officer at Executive Director level. It was noted that Mr Harper had been operating in this way since Ms Major had been appointed to the substantive Chief Executive role. Mr Priestley also reported that Mr Kevin O'Regan was retiring from his post as Hotel Services Director after 28 years at STH and over 40 years' service in the NHS.

Mr Priestley reported that, following protracted discussions, a resolution to the situation with the Hadfield Wing was closer. However it was still necessary to continue with the erection of the modular wards as it would be some considerable time before the Hadfield Building would be fully operational.

Mr Priestley reported on a number of recent events that had impacted on the operational activity of the Trust.

- Bus Collision: on 28 May 2019 a public service double decker bus had collided with the canopy over the Chesterman Building main entrance. The entrance had been closed to the public, patients and staff until the damage was repaired and was re-opened the following day.
- Fire in CT Control Room: on 3 June 2019 the Fire Service was called to a small fire in the CT control room in the radiology suite on C Floor at RHH. The fire was rapidly extinguished. Thanks to the excellent response from staff no one was harmed. A mobile CT scanner was now in place whilst repair work is undertaken in the area.
- IT Downtime: on 8 June 2019 there was an isolated interruption to the power supply to one of the computer servers that impacted overnight on some of the Trust's IT systems.
- Temporary Power Outage at NGH: 9 June 2019: unconnected to the incident on 8 June there was a short interruption to the power supply in one area of NGH that temporarily impacted on some services.

He said that in all cases colleagues had acted swiftly to activate the Trust's established plans which meant that services were able to continue.

Mr Priestley reported on a national issue regarding the NHS pension scheme relating to taxation issues affecting medical consultants, senior nursing and senior management roles. He said that a national consultation was planned over the summer and Trust would be working with the Shelford Group to input to the consultation process.

Mr Priestley then reported on operational performance:

- A&E 4 hour standard: 82.98% of patients attending A&E were seen within 4 hours, this compared with a local target of 90% and a national target of 95%. In previous months performance had been 87.15% in March and 86.82% in February.
- 18 week planned care: At STH performance remains strong and there had been no 52 week breaches since February 2017. At the end of April 2019 the percentage of patients who had waited less than 18 weeks for treatment was 92.62% which was better than the national target of 92%. In previous months the performance had been 92.79% in March and 92.54% in February.
- Cancer waiting times: There had been a variable performance across the targets. For February, March and April 2019 the Trust had been compliant for Two Week Wait; Screening; 31 Day Subsequent Treatment for Radiotherapy and for Anti-Cancer Drugs. However the Trust was non-compliant for the Two Week Wait Breast Symptomatic in February and April but had been compliant in March. For the GP 62 Day, 31 Day First Treatment and 31 Day Subsequent Treatment (Surgery) in each month STH was non-compliant. There were still issues relating to referrals from local DGHs. Improvement work is underway, particularly in Urology and Head and Neck cancers.
- Diagnostic waits within 6 weeks: The target here was 99%, the Trust achieved 99.94% in February, in March it was 99.91% and 99.98% in April.

On financial performance Mr Priestley reported that there had been an excellent outturn position for 2018/19 with a £26.5m cash gain to aid the Trust's future capital programmes. There had been a slightly disappointing start to the 2019/20 year with the month 1 position showing a £535.1k (0.6%) deficit against the Financial Plan. Mr Priestley said that there were no concerns regarding the working capital position, the balance sheet or the capital programme. However there were some concerns about conditions being applied nationally from the Centre regarding Capital Planning expenditure.

Finally, Mr Priestley reported that, following the announcement that Ms Ruff, Accountable Office at Sheffield CCG, would be leaving the CCG to take up a new post, Ms Lesley Smith had been appointed interim Accountable Officer at the Sheffield CCG. He said that Ms

Smith is currently Accountable Officer at Barnsley CCG and would be continuing in that role in addition to working in Sheffield.

Ms Forrest said that the arrangements around Ms Smith's interim appointment would be reviewed in November; she said that this was a shared arrangement with Barnsley CCG and nothing more.

COG/19/74

Final Operational Plan

Ms Gibbs referred to the Final Operational Plan (enclosure E) circulated with the Agenda and attached to these Minutes, she said that the document was unchanged since the last time it came to the Council of Governors and she asked the Council of Governors to approve the Operational Plan.

The Council of Governors **APPROVED** the Final Operational Plan.

COG/19/75

Any Other Business

There was no further business to discuss.

COG/19/76

Date and Time of Next Meeting

Tuesday 24 September 2019 at 3:00 pm in the Undergraduate Common Room, Medical Education Centre, Northern General Hospital.

Signed:
Chairman

Date:.....