



UNADOPTED Minutes of the Meeting of the COUNCIL OF GOVERNORS
held on Tuesday 26 March 2019
Undergraduate Common Room, Northern General Hospital

PRESENT: Tony Pedder (Chair)

PATIENT AND PUBLIC GOVERNORS

Mick Ashman	Martin Hodgson	Brendan Molloy	Joe Saverimoutou
Barbara Bell	Steve Jones	Lewis Noble	Harold Sharpe
George Chia	Ian Merriman	Kath Parker	Sue Taylor
Sally Craig			

STAFF GOVERNORS

Irene Mabbott	Cressida Ridge	Karen Smith
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PARTNER GOVERNORS

Tim Furness	Amanda Forrest	Angela Foulkes	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
Kirsten Major	Chief Executive
Chris Morley	Chief Nurse
Chris Newman	Non-Executive Director
John O'Kane	Non-Executive Director
Jane Pellegrina	Membership Manager
Julie Phelan	Communications and Marketing Director
Neil Priestley	Director of Finance
Martin Temple	Non-Executive Director

APOLOGIES - GOVERNORS

Wendy Bradley	Michelle Cook	Emily Edmunds	Joyce Justice
Nev Wheeler	Pete Tanker		

APOLOGIES - BOARD MEMBERS

Candace Imison

MEMBERS OF THE PUBLIC/OBSERVERS

One member of the public and two members of staff.

COG/19/52

Welcome and Apologies

Mr Pedder welcomed everyone to the meeting.

Mr Pedder reported the very sad news of the death of Miss Jennifer Booth. He said that Jennifer had been an active Governor of the Trust for three years and prior to that a Trust Member of long standing. Mr Pedder said that Jennifer had been a valued and well respected Governor and her contribution would be greatly missed.

The above apologies were noted.

COG/19/53

Declarations of Interest

There were no declarations of interest.

COG/19/54

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:

Most tables had talked about the Cancer Strategy / Weston Park Hospital Development. The general view on the presentation was evidence of progress in the right direction. It was considered important to investigate all possible areas of funding the development. To ensure an improved patient experience it was thought appropriate that the strategy should support patient inclusion and input into the development. It was also considered desirable to seek to treat patients closer to home where appropriate.

The report on the staff survey had been discussed at all tables. The update presented that day to the Board on the findings reported that 46% of Trust staff had responded which was higher than the Trust's benchmarking group at 41%. It was noted that 36% of responders said that "In the last 12 months they had felt unwell as a result of work related stress."

Mr Gwilliam said that the Trust recognises the importance of this issue and reassured the Council of Governors that plans are in place to support staff. He also said that he would provide more details when he met with Governors on 2 April 2019 to discuss the overall results of the staff survey and the Trust plans to respond to the results.

COG/19/55

Minutes of Council of Governors Meetings held on

18 December 2018

The Minutes of the Meeting of the Council of Governors held on 18 December 2018 were **AGREED** as a correct record and signed by the Chair.

1 March 2019

The Minutes of the Meeting of the Council of Governors held on 1 March 2019 were **AGREED** as a correct record and signed by the Chair.

6 March 2019

The Minutes of the Meeting of the Council of Governors held on 6 March 2019 were **AGREED** as a correct record and signed by the Chair.

COG/19/56

Matters Arising

(a) Presentation on Mortality Metrics (CoG/18/41)

It was confirmed that a convenient date was being sought for a presentation from Dr James Fotheringham for Governors.

(b) Strategic Transport and Travel Project Group (CoG/18/47)

Ms Gibbs referred to Paper D (circulated with the Agenda), she said that she would be chairing the Group and that Mr Molloy would be representing Governors. The Group had met on 11 March 2019 and Terms of Reference had been agreed.

Ms Gibbs said that the project had been set up to respond to:

- A growing need for a greater focus and development of the transport and travel arrangements of the Trust;
- The need for a review of travel and modes of transport to and from the Trust sites, in addition to movement across sites, building on the 2010 Transport and Travel Plan;
- Feedback from patients; visitors and staff including neighbouring stakeholders.

Ms Gibbs reported that the work would be undertaken in 4 phases:-

Phase 1 – February to July 2019 - Review

Phase 2 – July to September 2019 - Recommendations and Report

Phase 3 – October 2019 - Implementation of new travel and transport models

Phase 4 – October 2020 - Evaluation

She said it was anticipated that the work would be underpinned by external specialist support to contribute to the development of a comprehensive set of transport and travel options and the scope of this would be confirmed during the first phase of the work.

Mr Pedder asked Ms Gibbs to keep the Council of Governors updated on progress.

ACTION: Anne Gibbs

(c) Review of Trust Constitution V6 (CoG/18/47)

Mrs Carman reported that, as agreed at the last Council of Governors meeting, Governors had been invited to express interest in joining the task and finish group that was being established to undertake stage 2 of the annual review of the Constitution. Arrangements were being made to hold the first meeting of the Group at the end of May.

Mr Pedder asked that the Council of Governors be kept informed.

ACTION: Mrs Carman

COG/19/57

Governors' Matters

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

Mrs Craig said that the Forum would greatly miss the contribution of Jennifer Booth.

Governors had been pleased to welcome Mr Pedder to the pre-meeting and had welcomed the opportunity to meet Dr Hughes in his new role as Medical Director. There had been an update on the position regarding the Hadfield Building and an interesting discussion about the work of the Medical Examiner.

Governors were interested to learn that Mrs Carman had established and was leading a Membership Engagement Group.

Mr Hodgson had provided an interesting update on equality, diversity and inclusion and had talked about the work of the People Strategy Programme Workstream of which he was a member.

As Vice-Chair of the Council of Governors' Nominations and Remuneration Committee, Mr Hodgson also updated Governors on the work of that Committee since the last Forum meeting.

A lengthy discussion had taken place about plans for the Annual Members' Meeting, particularly the venue. Following a vote, a majority of Governors had been in favour of holding the event at the Northern General Hospital. The date would be 17 September. It had also been agreed that consideration would be given to travel and transport arrangements on the day.

(b) Terms of Reference of Council of Governors' Nominations and Remuneration Committee

Mrs Carman referred to Paper F (circulated with the Agenda). She said that the work plan of the Council of Governors' Nominations and Remuneration Committee included an annual review of the Committee's Terms of Reference. The review had taken place on 19 December 2018 and the Committee had agreed the non-material changes listed Paper F. She said that the Council of Governors was now asked to approve the amendments.

The Council of Governors **APPROVED** the amendments to the Term of Reference of the Council of Governors' Nominations and Remuneration Committee.

(c) Appointment of Ms Angela Foulkes as Appointed Governor Representing Sheffield College

The Council of Governors **NOTED** the appointment of Ms Angela Foulkes and welcomed Angela to her first meeting.

COG/19/58

Annual Operational Plan 2019/20 and NHS Long Term Plan

A copy of Ms Gibbs' presentation about the 2019/20 Operational Plan and the strategic headlines of the NHS Long Term Plan are attached to these Minutes. The presentation highlighted the following key points:

Aims of the NHS Long Term Plan:

- Using taxpayers' money wisely:

- Provider sector to be returned to balance in 2020/21
- Control total regime to end by 2020/21
- Payment arrangements to be moved from activity based to population based
- New incentives for quality improvements
- Greater control of resources locally by ICSs
- Greater budgetary control and local decision making in Primary Care Networks (16 in Sheffield) with a boost to out of hospital care
- The workforce plan had been delayed to the autumn
- Personalised care model by 2023/24 signalled working with patients with long term conditions
- Provision of digitally enabled primary and outpatient care.

Trust's Operational Plan 2019/20:

- Trust Business Planning Themes:
 - Delivering key operational standards – 4 hour A&E wait; 18 weeks referral to treatment; 31 and 62 cancer standards and preparation for 28 day faster diagnosis; diagnostic waiting times
 - Demand, capacity and activity
 - Maintaining and improving quality
 - Piloting and embedding new ways of working
 - Workforce planning
 - Emerging system and partnership working
 - Ongoing but significantly changing development agenda
- 2019/20 Financial Plan:
 - A balanced plan that delivers the control total without contingencies
 - There are many risks and considerable assumptions
 - Same control total as 2018/19
 - Contracts have been agreed
 - Pay awards/inflation fully funded with £1.9m shortfall
 - £26.1m of efficiency savings
 - Delivery of Directorate plans is critical
- Capital Programme/5 year plan – a significant capital programme is planned for 2019/20 going forward there are then very limited resources.

Ms Gibbs reported that the 2019/20 Operational Plan would be submitted to the Board of Directors on 30 April 2019. A summary version of the Plan would be developed for wider circulation.

COG/19/59

Trust's Preparedness with regard to Brexit

Mr Harper briefed Council on the Trust's preparations in relation to Brexit. He reported that National Operational Readiness Guidance had been received on 21 December 2018 and that the guidance covered risks in seven key areas:

- Supply of medicines
- Supply of medical devices and clinical consumables
- Supply of non-clinical consumables and goods
- Workforce
- Reciprocal healthcare
- Research and clinical trials
- Data sharing, processing and accessing

Mr Harper said that the Trust had established a task and finish group in 2018 and that, as Chief Operating Officer, he was chairing the group. The group had focussed chiefly on assessing and scoring the associated risks and an action log had been developed

identifying local and national risks. A 'parent risk' around uncertainty had been identified and Mr Harper said this limited the effectiveness of the Trust's business continuity planning for reasonable worst case scenarios. He reported that local command structures for post EU Exit were in place with Gold, Silver and Bronze commands prepared to co-ordinate operational responses to issues identified; identify dynamic risk assessments such as stock levels, service requirements and staffing aimed at maintaining business as usual, including on call. Plans also took account of capacity and activity, with communications also covered.

COG/19/60

Change to External Audit Services

Mr Priestley referred to paper G (circulated with the Agenda). He said that Mazars had been contracted to provide the Trust's external audit service up to September 2019. He reported that the service they provided was considered to be robust, objective, independent and competitively priced. He said that the contract permits a two year extension of the arrangement up to September 2021 after which date good practice suggested a full contract re-tender exercise should be undertaken.

Mr Priestley reminded the Meeting that, on the recommendation of the Audit Committee, the Council of Governors was responsible for appointing the Trust's External Auditor. He reported that at its meeting on 8 January 2019 the Audit Committee had considered extending the contract with Mazars by two years to September 2021 and that Mazars had indicated that it would accept the extension to the contract.

Mr Priestley asked the Council of Governors to approve the recommendation of the Audit Committee to extend the contract with Mazars for a further two years to cover services to the completion of the 2020/21 financial year.

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

COG/19/61

Chief Executive's Report

Ms Major presented her Report. The key points are highlighted below:

- Operational consequences of the closure of the Hadfield wards are ongoing and remedial planning continues.
- The winter ward at RHH had now been closed and it was planned to close the NGH winter ward in April 2019.
- The Board had agreed to purchase two modular wards which would be based at NGH.
- The Council of Governors had agreed to appoint Sheila Wright as a Non-Executive Director.
- Sarah Jenkins had been appointed Deputy Medical Director, Sarah was currently Clinical Director of Renal Services.
- Operational Update:
 - A&E 4 hour standard:
 - Year to date – 87.4%
 - Quarter 3 – 87.12%
 - Quarter 4 to date – 85.95%
 - 18 week planned care – performance had been strong all year and in addition there had been no 52 week breaches since February 2017.
 - Cancer waiting times – performance had been variable across the targets with many breaches still attributable to late inter-provider transfers. Against the 85% target for GP 62 day pathway results had improved from January 60%, February 73.4% with March at 76.2%. There had been discussions to agree improvement actions around pathway management between the Chief Executive, Director of

Strategy and Planning and Associate Medical Director (Cancer) and a number of Cancer Site Lead Clinicians.

- Diagnostic waits within 6 weeks - February had seen a strong performance against the national target of 99% with 99.4% of current patients waiting less than 6 weeks for diagnostic tests to be undertaken.
- Financial update:
 - 2018/19
 - £2.5m surplus against plan at month 11.
 - At year-end it was expected that the Trust's control total would be achieved.
 - 2019/20
 - The Financial Plan had been considered at the Board meeting earlier that day.
 - The Plan was to achieve balance however it was acknowledged that there were risks to be managed.
 - The Board had also considered the Capital Programme.

As Chief Executive Ms Major said that her emerging priorities were:

- Ensuring delivering on patient experience; patient outcomes and finance.
- Clarity that the core business of the Trust is as a provider of high quality healthcare.
- IT functionality for staff.
- The meaning of the PROUD values for patients and staff in terms of tangible behaviours.

COG/19/62

Elections to Council of Governors 2019

The Council of Governors considered Paper H and **APPROVED** the actions planned to support the 2019 Elections to the Council of Governors.

COG/19/63

Any Other Business

There was no further business to discuss.

COG/19/64

Date and Time of Next Meeting

Tuesday 25 June 2019 at 3:00 pm in the Undergraduate Common Room, Medical Education Centre, Northern General Hospital.

Signed:
Chairman

Date:.....