

## SHEFFIELD TEACHING HOSPITALS NHS FOUNDATION TRUST

**EXECUTIVE SUMMARY**  
**REPORT TO THE COUNCIL OF GOVERNORS**  
**13 FEBRUARY 2018**

<b>Subject:</b>	Proposals for Council of Governors Meetings
<b>Supporting Director:</b>	Tony Pedder, Chairman
<b>Authors:</b>	Sandi Carman, Assistant Chief Executive and Jane Pellegrina, Membership Manager
<b>Status</b>	Approval

**PURPOSE OF THE REPORT:**

To approve changes to the format of Council of Governors (CoG) Meetings.

**KEY POINTS:**

- To offer greater transparency and access to Board members a review of options for changing the format of future CoG meetings was undertaken.
- Proposals for change were offered to governors via a questionnaire.
- Analysis of feedback from the questionnaire and recommendations for change were discussed and agreed with governors at the Forum meeting.
- The following recommendations are presented for final approval by the Council:
  1. Adopt a new meeting day and time to enable greater collaboration by scheduling the CoG to follow Public Board of Directors (BoD) meetings with the CoG meeting being held from 3:00 pm to 5:00 pm.
  2. Purchase a sound/microphone system to support wider engagement and accessibility for all.
  3. Adopt a cabaret style room layout to encourage engagement.
  4. Schedule the first hour of the CoG agenda to discussions regarding the BoD meeting and current Trust matters.
  5. Ensure compliance with statutory CoG agenda items through the implementation of an annual work plan

**COUNCIL OF GOVERNORS  
13 FEBRUARY 2018**

**Review of Council of Governors Meetings**

**Context**

Since becoming a Foundation Trust in 2004 the Council of Governors (CoG) has met formally, in public, four times a year. In recent times the Trust has developed a more open approach to governance. Governors and the public are encouraged to observe at Board of Directors (BoD) meetings held in public and governors are also invited to observe at Board Committee Meetings and other briefings. Consequently it was thought timely to review the format of CoG meetings to ensure they meet everyone's needs.

**Background**

At the CoG meeting on 6 December 2017 it was reported that, to seek to offer greater transparency and access to Board members, a review would be undertaken into possible options for changing the format of future CoG meetings.

**Actions**

A review was undertaken which looked at:

- Time and dates of meetings
- Concept
- Forum
- Room layout
- Agendas

**Proposals**

Following the detailed review it was proposed that in future quarterly CoG meetings would be held on the same day as BoD meetings with the suggested order of business as follows:

12:30 – 14:30	Board of Directors
14:30 – 15:00	Networking break and change of room layout
15:00 – 17:00	Council of Governors

Together with the formal CoG cycle of business, and to encourage collaboration, it was suggested that the CoG agenda could include time for governors and directors to discuss the proceedings of that day's public BoD. Additionally it was proposed that we move away from a board table layout to a more informal 'cabaret' table style to encourage wider engagement and participation.

The proposals for change were offered to governors via a questionnaire.

Responses to the questionnaire were analysed (Appendix 1) and the following recommendations were presented for discussion at the Governors' Forum meeting on 30 January 2018:

1. Adopt a new meeting day and time to enable greater collaboration by scheduling the CoG to follow Public BoD meetings with the CoG meeting being held from 3:00 pm to 5:00 pm.
2. Purchase a sound/microphone system to support wider engagement and accessibility for all.
3. Adopt a cabaret style room layout to encourage engagement.
4. Schedule the first hour of the CoG agenda to discussions regarding the BoD meeting and current Trust matters.
5. Ensure compliance with statutory CoG agenda items through the implementation of an annual work plan

Following discussion governors who attended the Forum agreed the above recommendations. It was also agreed that an evaluation of the changes would be carried out following the first meeting in the new style and a formal review would be undertaken at the end of the first year.

### **Recommendation**

This paper is presented for final agreement by the Council of Governors of the proposed changes to Council of Governors meetings, with meeting dates in 2018 in the new format as follows:

Tuesday 22 May  
Tuesday 25 September  
Tuesday 18 December



### REVIEW OF COUNCIL OF GOVERNORS MEETINGS RESPONSES TO QUESTIONNAIRE – JANUARY 2018

**29 questionnaires were distributed to Governors as follows:**

Patient and Public	-	19
Staff	-	6
Appointed	-	4

**At the closing date 18 responses from Governors had been received as follows:**

Patient and Public	-	11
Staff	-	4
Appointed	-	1
Anonymous	-	2

RESPONSES			
Question	Yes	No	No comment
Do you support the proposal to change the CoG time and date to align with the Board of Directors Meeting?	16	1	1
Would this impact on your ability to attend CoG Meetings?	2	15	1
Would this impact on your ability to attend Board Meetings	6	11	1
Are you happy with the proposed changes outlined?	16	1	1
Is there anything else you would like the Trust to consider in taking forward these proposals?	<ul style="list-style-type: none"> <li>• Venue, line of sight and acoustics will all play an important part in a cabaret formation. Pillars are an impediment to both sight and sound, so a venue with such or similar obstacles must be avoided. In order to see any visual presentation, those whose backs are positioned towards the screen must be given ample space to turn their chairs round from the discussion position. So a crowded venue won't suit. Conversely, for acoustics a large venue can swallow up the sound easily. Also people with a hearing impairment cope better if they are facing a speaker. This may not be possible for all such people, and so where there is a mixture of sound directions, from the top table and from the discussion table, they are at a disadvantage. This move to cabaret format argues strongly in favour of an amplification/microphone system, and not just for top table speaker. Induction loops don't do the business for all of us. This is something we have been seeking for some time. I can't think that the cost would be prohibitive within STH's budget.</li> <li>• We need a change – that is definite. Love it when there are more people in the room for CoG – get more varied discussions and viewpoints. Bringing the groups together and tying the meetings together is a great start to this</li> <li>• I feel it may potentially alleviate some of the problems for networking with NEDs and improve discussion of topics</li> </ul>		

	<p>for the Council. A more cabaret style to room layout is certainly worth a try to see if it facilitates ore discussion. The Trust should look into some form of allowance for staff governors to attend from 12:30 4 times a year if participation is to be increased especially in Board of Director meetings</p> <ul style="list-style-type: none"><li>• It is important that we continue to be aware that the role of Governors is fundamentally different from that of the Board of Directors in that the Board of Directors is responsible for the direct running of the Trust and for the strategic leadership of the whole organisation; the new format would be helpful for Governors in that it provides an opportunity to contrast the very different responsibilities. Networking between time would be so valuable. I do sense that Governors would welcome more opportunities to meet with Directors and build up a professional relationship with them. Any decision around layout should take account of individual needs as always.</li><li>• I would still go further and press for NED attendance as recommended not just suggest or similar phrasing initially.</li><li>• The revised meeting times are much better and fit better with my support needs and evening commitment. I therefore hope that they will be accepted and will not cause problems for those in full time employment.</li><li>• As discussed the timing would impact on those Governors working but the ability to interface with the Non-Execs on an occasion when they may be there would address our concerns. As these meetings are only four times per annum it is to be hoped that those working amongst the governors can manage to attend some meetings at least.</li><li>• Maximising Governor and Board Member interaction and attendance are key to making this change proposal work obviously.</li><li>• I think you will understand my reason for my ability, or not, to attend the Board Meeting coupled with the CoG. I will do my utmost to attend both depending on suitable arrangements regarding my wife.</li><li>• I'm sorry my response to this doesn't fit onto your questionnaire format. I'm concerned that these plans "emerged" fully formed rather than being discussed collaboratively by both the Board and the Governors. I am also not at all clear what is being proposed. While it would be interesting to have "cabaret style" discussions with Board members and I can support that, this would not, of course, substitute for proper meetings of the Governors. I think there are serious logistical problems with Governors' meetings which prevent them being as useful as they might be (in particular around audibility and visibility, chairing and timekeeping, agenda items and repetition) but I welcome the willingness to change and we should probably "suck it and see" and make change an iterative process.</li></ul>
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