



UNADOPTED Minutes of a meeting of the Council of Governors
held in the Undergraduate Common Room, Medical Education Centre, NGH
Tuesday 10 September 2024 at 12:00 pm

PRESENT: Annette Laban (Chair)

PATIENT AND PUBLIC GOVERNORS

Steve Barks	Michelle Cook	Nazia Khan	Jim Steinke
Marion Billingham	Sally Craig	Felister Heeley	Janet Jenkinson
Steve Jones	Nazia Khan	Joe Saverimoutou	Harold Sharpe
Shirley Sherwood	Chris Sterry	Julie Taylor	Gordon Wordsworth

STAFF GOVERNORS

Paulette Afflick-Anderson

PARTNER GOVERNORS

Ajman Ali

PARTICIPANTS

Sandi Carman	Assistant Chief Executive
Louisa Cowell	Chief Finance Officer
Ann Harris	Non-Executive Director
Jennifer Hill	Chief Medical Officer (Operations)
Sofie Kockelbergh	Manager, KPMG
Kirsten Major	Chief Executive
Maggie Porteous	Non-Executive Director
Ros Roughton	Non-Executive Director
Dean Royles	Non-Executive Director
Toni Schwarz	Non-Executive Director
Shiella Wright	Non-Executive Director

IN ATTENDANCE

Claire Coles	CEO Business Manager
Thomas Copeland	Graduate Management Trainee HR
Jane Pellegrina	Membership Manager (Minutes)

APOLOGIES - GOVERNORS

Steve Bell	Esther Buckland	Janice Byrne	Tony Clabby
Mark Dixey	Andrew Hartley	Melvin Ness	Liz Puddy
Cressida Ridge	David Warwicker	Paul Williams	

APOLOGIES – NON-EXECUTIVE DIRECTORS

Ashley Blom Tony Buckham

MEMBERS OF THE PUBLIC

None

COG/24/38

Welcome and Apologies

Annette Laban welcomed everyone to the meeting, particularly newly elected Governors Chris Sterry and Janet Jenkinson attending their first Council of Governors meeting and Joe Saverimoutou and Michelle Cook who had been re-elected unopposed. The above apologies were noted.

The meeting was confirmed as quorate.

COG/24/39

Declarations of Interest

Dean Royles reported that he was associated with KPMG, though not linked to audit activities. It was agreed that no further action was required to manage this interest.

There were no further declarations of interest.

COG/24/40

Minutes of the Meeting of the Council of Governors held on 13 June 2024

The Minutes of the meeting of the Council of Governors held on 13 June 2024 were **AGREED** and **APPROVED** as a correct record of the meeting.

COG/24/41

Chief Executive's Report

Kirsten Major said that she would not be reporting on finance and performance matters as these issues were covered in the Committee Chairs' updates at Item 7.

Kirsten reported on a number of new senior STH and regional appointments.

Connect Electronic Patient Record Programme

Kirsten provided an overview of the Connect EPR programme. As Governors were aware, the new acute Electronic Patient Record would be rolled out across the Trust. This was one of the Trust's biggest investments in the last 20 years and would replace Lorenzo, the Trust's current acute EPR, and some other systems, creating the foundation of a new integrated digital record that would wrap around the whole patient journey with the Trust. Kirsten said that Go-live would also see the limited launch of a new Patient Portal allowing access to patients, via their own laptop or mobile device, to check information such as appointment bookings etc. Initially the Patient Portal would be restricted to supporting the pre-operative assessment pathway followed by a wider roll-out plan later in 2025. In a long-term partnership with Oracle Health Go-live provided a platform to commence an ongoing journey optimising the system and allowing greater functionality in the future.

Kirsten then updated on the current position reporting that a comprehensive, role-based education and training programme for some 15,000 staff had been launched at the end of July 2024 and was being delivered via e-learning sessions, 7,000 staff had now completed Foundation-level training.

The system had been cleaned of all the configuration and testing activities that had been undertaken prior to enable commencement of the Operational Full Dress Rehearsal on 6 September 2024. Kirsten assured Governors that clinical risk assessments were being

made at every stage of the process to ensure a safe Go-live. Kirsten then described the comprehensive plans for the run up to go-live.

New Government

Kirsten said that letters of congratulation had been sent to the newly elected and re-elected MPs for South Yorkshire and North Derbyshire and Annette and Kirsten were starting to open a dialogue with the individuals. She said for the first time in a number of years some of our MPs had ministerial appointments.

Kirsten concluded her report with some general updates, communications and awards.

The following points were highlighted from the discussion that followed:

In response to Gordon Wordsworth's query regarding patients who may experience difficulties accessing the Patient Portal, Kirsten said that as with the existing *My Pathway* App it would not be compulsory for patients to use the Patient Portal and information would still be available in the usual way.

Jim Steinke asked whether, looking beyond the next phase of the EPR, any problems had been identified/anticipated? Kirsten said that, as with any major development such as this, the next few weeks/months were expected to be difficult but significant mitigation work was underway in advance of Go-live to make the transition as smooth as possible and the work would continue following Go-live. She said that the NHS Digital team had reviewed the Trust's position and it had been assessed as amber.

In response to Sally Craig's query regarding handover and on-going staff support from Oracle Health Kirsten said that Oracle Health were contracted to provide a very substantial number of personnel on site in the early stages of Go-live and continued support during development of the system in the future.

Joe Saverimoutou asked what effect, if any, the introduction of the new EPR would have on waiting lists? Kirsten said it would impact on activity. Contingencies had been designed to mitigate against disruption to the cancer pathways at Weston Park Cancer Centre.

There were no further comments or questions from Governors on the Chief Executive's report.

COG/24/43

Auditor's Annual Report 2023/2024

Ann Harris welcomed Sofie Kockelbergh from KPMG, the Trust's external auditor, and asked her to take Governors through the Annual Report. Referring to Enclosure B, Sofie said that the Auditor's Annual Report summarised the work undertaken by KPMG for the year ended 31 March 2024.

Sofie said that it was good governance that the external auditor attended the Council of Governors meeting to provide an overview of the Accounts and the work undertaken by KPMG and to respond to any questions from Governors. She then set out the four areas of reporting and KPMG's responsibilities:

Financial Statements: The report confirmed that KPMG had issued an unqualified opinion on the Trust's 2023/24 financial statements confirming that the accounts gave a true and fair view of the financial performance of the Trust. Two low priority recommendations had been raised in the previous year's audit and these were appropriately addressed by the Trust. No material errors were identified in the 2023/34 financial accounts.

Value for Money: KPMG had assessed that there were no significant weaknesses in the Trust's arrangements for achieving value for money. Two low priority recommendations were raised in the previous year's audit and these had been appropriately addressed by the Trust.

Whole of Government Accounts: KPMG confirmed that for the period 2023/24 they had not identified any inconsistencies between the financial statements and the information included in the consolidation schedules submitted to NHSE and had therefore issued an unqualified consistency certificate.

Annual Report: KPMG confirmed that the Annual Governance Statement had been prepared in line with the Annual Reporting Manual requirements; and with their knowledge of the Trust no material inconsistencies had been identified and they had audited the information required to be checked as part of the remuneration report.

During the discussion that followed these points were noted:

In response to Steve Jones' query regarding the perceived non-material risk identified in relation to the estimated value of the Trust's land and buildings Louisa Cowell said that KPMG's recommendation regarding formal documentation of impairment considerations had been noted and accepted and would be actioned.

Responding to Steve Barks' query about the Annual Report and Accounts, Sandi Carman said that the Annual Report was available to view on line on the Trust's website and a link would be shared with Governors; also a hard copy could be made available if requested, but it should be noted that, in consideration of the Trust's aim to be a more sustainable organisation, only a minimum number of hard copies had been printed.

There were no further comments or questions from Governors on the Auditor's Annual Report.

The Council of Governors **RECEIVED** and **NOTED** the Annual Audit Report and Accounts 2023/2024.

Annette thanked Sofie Kockelbergh for her presentation and Sofie left the meeting.

COG/24/44

Reappointment of the Trust's External Auditors

Annette reminded Governors that approving the appointment/re-appointment of the Trust's External Auditors was a key role for the Council of Governors.

Referring to Enclosure C Louisa said that KPMG had commenced a three year contract, concluding with the 2023/24 financial year, and that at its meeting in September 2023 the Council of Governors had agreed to a two year contract extension to the 2025/26 financial year. It was good governance for a routine assessment of the service to be undertaken and the Audit Committee had done this following the 2023/24 external audit and was satisfied with the performance and value for money and recommended to the Council of Governors that KPMG continued to be the Trust's External Auditor for the 2024/25 financial year as per the current (extended) contract.

On the recommendation of the Audit Committee the Council of Governors **APPROVED** the continuation of the appointment of KPMG as the Trust's External Auditor under the current contract provision for the 2024/25 financial year.

Committee Chair Updates

Annette said that the reports from Board Committee chairs circulated with the agenda provided a summary of the key discussions and outcomes of the Committee meetings and would be taken as read but that Non-Executive Directors would also provide a short verbal update from each Committee following which there would be an opportunity for detailed discussions on individual tables.

Finance and Performance Committee Update – Maggie Porteous on behalf of Tony Buckham, Finance and Performance Committee Chair

Maggie reported that at month four there was a deterioration from plan with an £8.5m deficit. The Committee had discussed a financial recovery plan that incorporated enhanced controls of previously identified measures and additional actions, including increasing activity, required to return the Trust to plan. Reporting on the introduction of the new EPR Maggie said that the Committee reviewed the impact on activity levels, it had been noted that any impacts would be managed as a business continuity risk. Discussing the re-establishment of Service Line Reporting (SLR) at the Trust Maggie said that SLR was a valuable management tool particularly for planning service activity, the plan was to be delivering quarterly SLR data in 2025/26.

During the discussion that followed these points were highlighted:

In response to Steve Barks' query whether there would be any obligation for the Trust to contribute towards correcting the £50m System deficit, Louisa said that the Trust was comfortable this should not impact on the Trust as the Trust had submitted a balanced plan and was focussing on delivering this.

Responding to Jim Steinke's query regarding the likelihood of difficulties arising from the introduction of the new EPR Kirsten said that, with such an immense undertaking, at Go-live it was highly likely that there would be disruption but that every effort was being made to lessen the impact.

There were no further questions from Governors on the Finance and Performance Committee update.

People Committee Update – Shiella Wright, People Committee Chair

Shiella reported that the Committee had received a presentation of the Team Engagement and Development resources from the General and Specialised Medicine Team. Following an external review of Freedom to Speak Up an action plan had been created and, though there was still more work to do, the Committee was assured that improvements were being made in this area.

During the discussion that followed these points were noted:

In response to Gordon's comment about encouraging wider uptake across Directorates of the "What matters to you?" approach with patients, Shiella said that it was considered more appropriate to encourage staff ownership rather than to mandate the approach.

Harold Sharpe asked about the relatively low level of staff response to the national staff survey, Kirsten said that this year's staff survey was going live in the next week and every effort was being made to improve on the 39% response rate to last year's survey.

There were no questions from Governors on the People Committee update.

Quality Committee Update – Rosamond Roughton, Quality Committee Chair

Ros reported on deep dives into inventory management in OSSCA; culture in theatres; implementing the new patient safety system in A&E and work around equality and diversity in maternity and neonatal services. There had been a positive outcome following a deep dive into Strategic Risk 1 (quality of care). Regular updates had been received on learning from deaths and learning from incidents. It was noted that the Quality Report for 2023/24 had been published and was now available on the Trust website. Good outcomes had been noted from the annual ward accreditation process (QUEST), that Governors were participating in.

During the discussion that followed these points were noted:

In response to Sally Craig's query about the culture in theatres Ros said that there had been mixed results about this in the Staff survey last year and improvement work was being undertaken. The Quality Committee had requested updates.

There were no further questions from Governors on the Quality Committee update.

Audit Committee Update –Ann Harris, Audit Committee Chair

Ann said that she would take the Audit Committee meeting assurance report as read but would take any questions. Additionally Ann reported that the Annual Report and Accounts had now been signed off by the Board. The Internal Audit assurance opinions had been generally good, with one limited assurance on medicines management which continued to be monitored.

There were no questions from Governors on the Audit Committee update.

Digital Committee Update - Ros Roughton, Digital Committee Chair

Ros reported that a significant focus for the Committee had been Connect 24 particularly capacity within teams, and the critical path to Go-live. She said that a comprehensive training programme had been rolled out for staff and this had been well received. Ros also said that cyber security was a concern for the Committee with extensive work being undertaken at STH and ICS-wide. Significant learning was being shared following a recent cyber incident in London.

There were no questions from Governors on the Digital Committee update.

Research and Innovation Committee Update – Dean Royles, Research and Innovation Committee Chair

Dean said that he would take the Research and Innovation Committee meeting assurance report as read but would take any questions. Dean also reported that in line with good governance the Committee was agreeing metrics for committee assurance on research and innovation. The Committee had approved Terms of Reference for the Research Executive Committee. Dean also said that there would be an implementation plan linked to the Research and Innovation Strategy. He reported that Wendy Baird had been appointed as Managing Director for Research and Innovation.

There were no questions from Governors on the Research and Innovation Committee update.

COG/24/46

Partnership and System Update

Acute Federation Board Meeting Update – Annette Laban, Acute Federation Chair

Annette referred to Enclosure I circulated with the agenda and said the paper would be taken as read unless there were any questions from Governors.

There were no questions from Governors on the Acute Federation update.

Health and Care Partnership

Annette referred to Enclosure I circulated with the agenda and said that the paper would be taken as read unless there were any question from Governors.

There were no questions from Governors on the Health and Care Partnership update.

Integrated Care Board (ICB) Update

Annette referred Governors to the link provided to the ICB and Health and Care Partnership meetings. She reminded Governors that these meetings were held in public and anyone could observe, information about the meetings and how to take part were provided.

There were no questions from Governors on the ICB Update.

COG/24/47

Table Discussion

Annette said that this section of the meeting was for discussion and reflection on individual tables.

COG/24/48

Group Plenary Session

These were some of the key issues highlighted:

- Concern was expressed about the availability of wheelchairs in appropriate places and also about the poor condition of some of the wheelchairs. It was noted that wheelchairs and other aids, eg walking frames, were being discussed as part of a piece of sustainability work.
- Significant interest was shown in seeking to create a research culture across the Trust and particularly in encouraging staff who are not involved in research per se, it was commented that research should not just be in the research department. It was noted that the Trust was prioritising research, innovation and development and governors would be interested to hear more about this.
- The introduction of the new EPR was discussed:
 - It was noted that some roles may need to change
 - There would be extensive support/training for staff in the short and long term
- Some benefits of AI were considered.
- The need to improve/personalise communication with patients was raised. It was commented that though digitisation was necessary and would bring significant opportunities it was important not to lose conversations with people.

COG/24/49

Membership Engagement Committee Update

Jim Steinke, Chair of the Membership Engagement Committee (MEC), reported on matters/events since the last meeting:

- Some Governors had participated in a series of community events across the city and there had been some good engagement opportunities. There were a number of events still to be added to the calendar.

- Although the new pop up banner with the QR code was working well and there was evidence of some new members being recruited this way it was still good to have personal conversations.
- Feedback received during conversations at the community events had consisted of mainly of praise with just a few grumbles, Governors had been able to signpost individuals appropriately, eg to PALS.
- It was good to learn from other organisations and some MEC members had joined an online health talk about Parkinsons Disease provided by Frimley Park Hospital for their membership. Also it had been interesting to learn that Governors in Barnsley had made connections with Barnsley Lightbox Library.
- Consideration was being given to connecting with other governors in the region with a view to sharing experiences and working together.

There were no comments or queries from Governors on the Membership Engagement Committee update.

COG/24/50 **Governors' Matters**

(a) Governors' Forum Meeting update 14 August 2024

Steve Jones, Lead Governor reported on discussions at the last Forum meeting, there had been feedback following presentations received from TEG colleagues; these presentations had been well attended and well received. Governors who had participated in Out and About Visits had updated on the areas visited and had encouraged colleagues who had not yet participated to do so. There had been an excellent report on the outcome of last year's Patient Led Assessments of the Care Environment (PLACE) from Sonya Lawford and Andrew Jones and Governors had been encouraged to participate in the upcoming PLACE inspections. Governors had also been encouraged to attend one of the presentations from the QUEST team and also to participate in the ward accreditation visits. It was noted that a new date would be canvassed for the visit to the Charles Clifford Dental Hospital.

There were no comments or queries from Governors on the Governors' Forum update.

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

Steve Barks, Vice Chair of the Council of Governors' Nomination and Remuneration Committee (NRC), reported on the work of the NRC since the last meeting. He said that the NRC were in the process of appointing a new Non-Executive Director. The process was going well, 23 applications had been submitted, seven applicants had been longlisted following which four applicants had been shortlisted for interview. The interview panel was taking place on 12 September 2024. He thanked Governors for submitting questions for the interviews and said that these had been fed into the process. Steve said there would be a private Council of Governors meeting on 26 September 2024 to approve the appointment.

There were no comments or queries from Governors on the report from the Nomination and Remuneration Committee.

(c) Annual Members' Meeting

Steve Jones reminded Governors that the Annual Members' Meeting was being held virtually at 10:30 am on 26 September 2024. He said that details of how to register to attend had been publicised widely and were also available on the Trust's website.

(d) Update on selection of a new Lead Governor

Annette said that, as Governors were aware, Steve Jones had decided to step down as Lead Governor on 31 October 2024 but that he would continue as a Governor until the conclusion of his term of office. Annette said that she had enjoyed working with Steve as Lead Governor and that he had done a great job. She thanked him for everything that he had done.

Annette said that a number of expressions of interest in the Lead Governor role had been received which meant that there would now be a vote to elect a new Lead Governor to commence in the role from 1 November 2024. Ballot papers would be circulated to Governors on 27 September 2024

COG/24/51
2023/24 Quality Report and Quality Objectives

The Council of Governors **NOTED** the 2023/24 Quality Report and Quality Objectives.

COG/24/52
2024/25 Trust's Annual Operational Plan

The Council of Governors **NOTED** the Trust's 2024/25 Annual Operational Plan.

COG/24/53
Matters Arising and Action Log

Sandi Carman referred to the Action Log at Enclosure L.

As recommended, it was **AGREED** to close Actions 37; 39; 40; 41 and 42.

Action 38 - it was **NOTED** that a substantive item on cancer services would be brought to the Council of Governors' meeting in March 2025.

The Council of Governors **NOTED** that the Council of Governors' Terms of Reference had been updated as agreed at the last meeting.

There were no further matters arising.

COG/24/54
Date of Next Meetings

Thursday 26 September 2024, virtual, extraordinary meeting to approve the appointment of a Non-Executive Director

Thursday 12 December 2024, 12:00 pm – 2:30 pm in the Undergraduate Common Room, Medical Education Centre, Northern General Hospital

Signed:
Chair

Date:.....