MINUTES OF THE COUNCIL OF GOVERNORS MEETING HELD ON WEDNESDAY 11TH JULY 2012 IN THE LECTURE THEATRE, ROTHERHAM HOSPITAL

Present:  
Peter Lee, Chairman  
Kerry Rogers, Chief of Corporate and Legal Affairs/Company Secretary  

Public Governors:  
Frank Beevers, Public Governor for Wentworth North  
Sylvia Bird, Public Governor for Rotherham North  
Anna Chester, Public Governor for Rotherham South  
Jean Dearden, Public Governor for Wentworth South and Lead Governor  
Bridget Dixon, Public Governor for Rother Valley South  
Ann Flack, Public Governor for Rotherham South  
Jan Frith, Public Governor for Rest of England  
Graham Jenkinson, Public Governor for Wentworth Valley  
Cherry Kipling, Public Governor for Wentworth South  
Susan Lockwood, Public Governor for Wentworth Valley  
Anne Selman, Public Governor for Rotherham North  
Cynthia Shaw, Public Governor Wentworth North  
Sandra Waterfield, Public Governor for Rother Valley South  
Anthony Wilkinson, Public Governor for Rother Valley West  
Dennis Wray, Public Governor for Rother Valley West  

Staff Governors:  
Firas Al-Modaris, Staff Governor for Medical and Dental  
Beverly Doane, Staff Governor for Other Staff Class  

Partner Governors:  
Jean Flanagan, Partner Governor for Sheffield Hallam University  
Carole Haywood, Partner Governor for Rotherham Partnership  
Sarah Lever, Partner Governor NHSR  
John Wainwright, Partner Governor for Barnsley and Rotherham Chamber of Commerce  
Ken Wyatt, Partner Governor RMBC  

Apologies:  
Azizzum Akhtar, Partner Governor for REMA  
Michael Jennings, Partner Governor for Sheffield University  
Jill Ward, Staff Governor for Other Health Professionals  

Members of Board of Directors In attendance:  
Gabby Atmarow, Non-executive Director  
Julie Hickton, Non-executive Director  
Brian James, Chief Executive  
Alison Legg, Non-Executive Director  
Matthew Lowry, Chief of Rotherham Hospitals  
Nigel Ruff, Non-executive Director  

Other Trust Officers in attendance:  
Brigid Reid, Deputy Chief Nurse  
Val Wallett, Corporate Secretariat Supervisor (minutes)
2012/40  WELCOME AND ANNOUNCEMENTS

The Governors and attending Trust Officers were welcomed to the meeting. The Chair welcomed Anne Selman to the meeting as a new Governor and thanked Val Lindsay for her service to the Trust. The Chair also congratulated Anthony Wilkinson and Sandra Waterfield on their recent re-election.

The Chair then introduced Mark Edgell, a recently appointed Non Executive Director, and Mr Edgell thanked the Governors for his appointment.

2012/41  QUORACY CHECK

The meeting was confirmed as being quorate.

2012/42  CLUSTER PRESENTATION

Andy Buck, Chief Executive of South Yorkshire & Bassetlaw Cluster, attended the meeting to give a presentation on the Cluster and its impact on the Trust.

Mr Buck painted a picture of the new commissioning in the primary health system. The NHS Commissioning Board would have strategic responsibility for the NHS, responsibility for commissioning all primary care services and all specialised health services and would authorise and account for CCGs. This was under the mandate of the Department of Health and there would be 27 local area teams with one team covering South Yorkshire and Bassetlaw.

The CCG for Rotherham would be responsible for commissioning all services for Rotherham with the exception of GP and specialised services. Community support services would stay within the NHS until at least 2016 but Public Health services had now transferred to RMBC. The local Health and Wellbeing Board would bring all the local organisations together.

Questions were raised over the social care part of the NHS bill and it was noted that the social care element was due to be announced shortly.

The Governors NOTED the content and the Chair thanked Mr Buck for his presentation.

2012/43  DECLARATIONS OF INTEREST

There were no declarations of interest in relation to any agenda item.

2012/44  MINUTES OF THE PREVIOUS MEETING

The minutes of the previous meeting held on Wednesday 18th April 2012 were agreed as a true record with the following amendment:

2012/35   Feedback from Foundation Trust Governors Association
This should read: “… the FTGA appeared to have made significant improvements in the content of their events.”

2012/45 MATTERS ARISING

i. Executive Director Reports (minute 2012/23iii refers)

The NHS abbreviations information would continue to be kept up to date and re-issued with any new information.

ii. Chief Executive Quarterly Report (minute 2012/24 refers)

A process had been put in place and Governors are included in a priority list for notification of high profile media issues.

iii. Time Out Session (minute 2012/29 refers)

The introduction of a time out session for Governors was being progressed.

iv. Issues for Escalation to Board of Directors (minute 2012/36 refers)

This would be considered as part of a later agenda item.

v. SDS 3 (minute 2012/38ii refers)

This had now been published.

vi. Car Parking Charges (minute 2012/38iii refers)

Changes to the car parking charges were noted.

2012/46 CHIEF EXECUTIVE QUARTERLY REPORT AND PERFORMANCE DASHBOARD

The Chief Executive outlined a number of issues contained within the Chief Executive report and Performance Dashboard, which included:

i. EPR system – there had been a successful transition of a hugely complex system. Problems had been encountered with Out-patient appointments but the technical problems were being resolved. Apologies were given to all patients who had been impacted by the implementation. However, the majority of the problems had now been resolved.

ii. The Jubilee Bank Holiday weekend had had an impact on the Trust’s operational performance due to the closure of primary care services (except for the Walk In Centre) and this had been raised with the CCG.
iii. Excellent support had been given by the medical community during the recent industrial action with very little clinical work being cancelled.

iv. Service Development Strategy (SDS) 3 would be issued for consultation to the organisation and Governors shortly. The Governors were encouraged to respond either as individuals or collectively.

v. Work to commence in month on the refurbishment of the Park Rehabilitation Centre and Badsley Moor Lane. The buildings will close and re-open in October 2012.

vi. The processes for discharging patients at night had been reviewed and it was explained would only be discharged after 9pm in the patient’s best interest and the decision had been approved by a senior nurse. The Governors queried whether patients had ever been sent home when they shouldn’t have and BJ reported that he had never received a formal complaint regarding this.

vii. Following a decision to establish a separate community hospital, BJ explained the reasoning behind this, the Alternative Level of Care (ALOC) facility and the current system of intermediate care. ALOC was described as the bridge between acute beds and care at home. The decision had been supported by NHS Rotherham and the facility would be required to have full CQC compliance. It was hoped to have the facility open by the beginning of September.

The Governors raised an issue regarding the redundancy of the Equality and Diversity post. It was noted that a number of difficult decisions were being made about staffing levels but that no specific details could be provided about any individual. Governors were, however, assured there was a robust process being followed.

The Governors NOTED the report and thanked the Chief Executive for his presentation.

2012/47 CONSITUTION AND COUNCIL OF GOVERNORS STANDING ORDERS REVIEW

Council of Governors NOTED that volunteers were sought from amongst them to review the Trust’s governing documents and the Monitor Good Practice Guide on links between Board and Governors. All Governors could make a contribution to this and it was critical that Governors’ views are sought. Anyone wishing to volunteer was asked to contact Dawn Stewart.

ACTION – ALL/DS

2012/48 UPDATE ON APPOINTMENT OF EXTERNAL AUDITORS

The Council of Governors NOTED that a request for volunteers to take part in the appointment of external auditors had resulted in 3 volunteers but unfortunately Jan Frith was unable to attend on the allotted date.
The remaining panel was due to meet on the 1st August 2012, a report would be presented to the September meeting.  

**ACTION – KR**

**2012/49 HEALTH AND SOCIAL CARE ACT UPDATE**

Council of Governors noted that any commencement orders were unlikely to be issued until the end of the year.

**2012/50 MONITOR DOCUMENT – GOOD PRACTICE GUIDE ON LINKS BETWEEN BOARD AND GOVERNORS**

This was discussed as part of minute 2012/47 above.

**2012/51 CONSIDERATION OF PROVISION OF ANNUAL PLAN TO GOVERNORS IN THE FUTURE**

The process for the production of the Annual Plan commencing in September was explained and would feed into the business planning process and that further information would be provided at the September development session.  

**2012/52 FOUNDATION TRUST GOVERNORS ASSOCIATION – RENEWAL OF MEMBERSHIP**

A discussion had been held at the forum following a presentation by the FTGA. It was noted that renewal cost would be £3,200+VAT and the FTGA offered a package which included conferences, e-learning and publications. It was felt that renewal of the membership should be undertaken as it is the only national voice for Governors. It was felt that the support and training offered by the FTGA had much improved recently and it offered essential support and development of existing and new Governors. It was AGREED to renew the membership and review again at the end of the year.  

**ACTION - KR**

**2012/53 NOMINATIONS COMMITTEE**

i. **Minutes**

No further meetings of the Committee had been held since the last Council of Governors meeting.

**2012/54 MEMBERSHIP DEVELOPMENT GROUP**

i. **Draft Minutes**

The Council of Governors RECEIVED for information the draft minutes from the 17th May 2012 Membership Development Group meeting, which would be formally approved at their next meeting on 16th August 2012.
ii. **Governor Commentary**

There was no Governor commentary.

iii. **Revised Terms of Reference**

The Council of Governors RECEIVED the revised Terms of Reference.

PL had asked MDG to produce proposals on how best to communicate with and engage members. PL also proposed changes to the primary purpose of the MDG and it was AGREED that information regarding the Health and Social Care Act should be included. **ACTION – PL**

iv. **Issues for escalation**

There were no issues for escalation from the Group.

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**2012/55  PATIENT SAFETY & EXPERIENCE GOVERNOR AND MEMBER GROUP**

i. **Minutes**

The Council of Governors RECEIVED for information the draft minutes from the Patient Safety and Experience Governor and Member Group meeting held on 6th June 2012 which would be approved at the next meeting on 5th September 2012. It was noted that these minutes were an early draft and would be amended prior to the next meeting.

ii. **Governor Commentary**

There was no Governor commentary.

iii. **Issues for escalation**

There were no issues for escalation from the Group.

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**2012/56  GOVERNOR DEVELOPMENT PROGRAMME**

i. **Governor Development Programme**

Rebecca Allinson explained that a workshop had been held in May and the report outlined the discussions and outcome of that workshop. RA explained that the Department of Health are developing a Governor Development programme which should be available from September. However, the Trust was continuing in its efforts to produce its own development programme and RA would welcome any comments from Governors. **ACTION – ALL/RA**
ii. **Foundation Trust Network and Foundation Trust Governors Association Event – 6th July**

This had been discussed earlier in the meeting but it was noted that it was a very useful event. The Chair felt it would be helpful if any notes/information from the event could be passed to DS for circulation to all Governors.  

**ACTION – DS**

iii. **Meetings with Non Executive Directors**

The Trust was keen to develop the relationship between the Non Executive Directors and the Governors. The Chair suggested allocating 15 minutes at each Council of Governor meeting for questions for Non Executives but that Governors should propose a way forward in due course.  

**ACTION - DS**

Jan Frith queried whether a Non Executive newsletter should be produced bi-monthly. The Chair explained that a weekly blog is produced by the Chair/Chief Executive and he will give consideration to the newsletter.

iv. **Governor and Member Communication**

As part of his introduction to the Trust’s sub committees, the Chair would be attending a future meeting of the Membership Development Group.  

**ACTION - PL**

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**2012/57 ISSUES TO BE ESCALATED TO BOARD OF DIRECTORS**

There were no escalations to the Board of Directors.

**2012/58 QUESTIONS FROM ANY PUBLIC MEMBER PRESENT**

There were no members of the public present to ask any questions of the Council of Governors.

**2012/59 ANY OTHER BUSINESS**

The following were considered as any other business

i. **Communication with Executive Directors**

It was noted that some Governors had communicated directly with Executive Directors and the Chair requested that any Governor questions should be directed to either himself, KR or DS.  

**ACTION – ALL TO NOTE**

ii. **Partner Governors**

There seemed to be a diminishing group of attendees and the Chair would request a separate meeting with these Governors to re-engage them in the meetings and ascertain their lack of attendance. It was
also suggested that the Constitution could be amended to allow for substitution of partner governors.  

**ACTION – PL**

**2012/60 DATE OF NEXT MEETING**

The next meeting of the Council of Governors would be held on Wednesday 12th September 2012 commencing at 4 pm followed by the Annual General Meeting at 5.30 pm.