MINUTES OF THE COUNCIL OF GOVERNORS MEETING HELD ON
WEDNESDAY 15th JULY 2009 IN THE LECTURE THEATRE, PGME

Present:
Margaret Oldfield, Chairman
Anthony Hercock, Non-executive Director and Vice Chair
Kerry Rogers, Company Secretary

Public Governors:
Sylvia Bird, Public Governor for Rotherham North
Peter Brader, Public Governor for Wentworth South
Anna Chester, Public Governor for Rotherham South
Jean Dearden, Public Governor for Wentworth South
Anthony Hayne, Public Governor for Wentworth Valley
Val Lindsay, Public Governor for Rotherham North
Janette Mallinder, Public Governor for Wentworth Valley
Margaret Marshall, Public Governor for Rotherham South
Sandra Waterfield, Public Governor for Rotherham South
Anthony Wilkinson, Public Governor for Rotherham West
Dennis Wray, Public Governor for Rotherham West

Staff Governors:
Firas Al-Modaris, Staff Governor for Medical and Dental
Jill Ward, Staff Governor for Other Health Professionals

Partner Governors:
Jean Flanagan, Partner Governor for Sheffield Hallam University
John Radford, Partner Governor for NHS Rotherham
Janet Wheatley, Partner Governor for Voluntary Action Rotherham

In attendance:
Kim Ashall, Director of Service Improvement
Trish Bain, Deputy Chief of Quality & Standards
Sue Ball, Deputy Company Secretary
Ralph Beaumont, Public Member
Brian James, Chief Executive
Brigid Reid, Deputy Chief Nurse – Patient Experience & Innovation
Val Wallett, PA to Chief Executive & Chairman

Apologies:
Jim Bristow, Public Governor for Rest of England
John Doyle, Partner Governor for RMBC
Jan Frith, Public Governor for Rest of England
Frank Hodgkiss, Public Governor for Wentworth North
Lewis Vizard, Public Governor for Wentworth North

Jackie Bird, Chief of Quality and Standards/Chief Nurse
Matthew Lowry, Chief Finance Officer
Mike Pinkerton, Chief of Business Development
Jenny Wilson, Chief Operating Officer

Absent (No apologies received):
Julie D’Silva, Staff Governor for Professional Nurses & Midwives
Michael Jennings, Partner Governor for Sheffield University
Taiba Yasseen, Partner Governor for REMA
1. **WELCOME AND ANNOUNCEMENTS**

Margaret Oldfield welcomed two new Governors to their first Council of Governors meeting: Janette Mallinder and Val Lindsay. Margaret Oldfield also announced that Lorraine Brinnen had been appointed to the post of Community Involvement Manager.

2. **DECLARATION OF INTERESTS**

It was noted that Janette Mallinder was a Governor for LiNKS.

3. **MINUTES OF THE PREVIOUS MEETING**

The minutes of the previous meeting held on 8th April 2009 were agreed as a correct record.

4. **MATTERS ARISING**

   i. **Finance and Performance – Thrombolysis**

      Margaret Oldfield reported that she had not written to the Chairman of the Yorkshire Ambulance Service (YAS) on behalf of the Council of Governors expressing their concerns. However, it was hoped to have Ambulance Service representatives attend for a Top Ten Talk.

   ii. **Membership Communication & Development Group – Governor Commentary**

      It was noted that the last issue of Your Choice had not been sent to Governors prior to distribution to members but this would be done for future publications.

5. **REVIEW OF CORE VALUES**

Margaret Oldfield welcomed Kim Ashall, Director of Service Improvement, to the meeting. Kim explained that she had first talked to the Governors over two years ago about the development of local core values. As part of the 60th anniversary of the NHS, the NHS had set up its own national core values and the Trust would now like to review its local core values against the national NHS core values and would value feedback from the Governors.

   It was noted that the Governors had discussed this at their pre-meeting and would like a meeting with Kim to discuss the core values in greater depth. It was agreed that a meeting would be arranged. Kim would also be happy to receive any feedback on the core values prior to the meeting.

   **ACTION – DS/GOVERNORS**

6. **QUARTERLY EXECUTIVE UPDATE**

   i. **Strategy (Brian James)**

      The Council of Governors received the report from the Chief Executive which outlined the key developments within the three months since the last Council of Governors meeting. These included:

      - Unscheduled Care
      - Implementation of New EPR System
      - Hospital of Tomorrow Board
      - Award Ceremony for Graduating Trainees
• SDS 2
• Plans for Lombard Bank HQ

• Transfer of Dexa Scanning Service & Bone Densitometry Service into a Community Location

  Firas Al-Modaris queried the transfer of this service. Brian James explained that Care UK had worked with the Trust to ensure that all images would be transferred digitally to the Trust so that patients did not need to be scanned twice.

• Grant Received to Improve Dignity in Areas with Mixed Sex Accommodation

• CHKS Top 40 Hospitals Award

  The Trust had been named as one of the Top 40 hospitals in the UK by CHKS and received a trophy and certificate of verification. This was the first time Rotherham had been successful and a clear indication of the hospital’s improvement in recent years.

• Health Investor Magazine “Foundation Trust of the Year 2009”

  The Trust also won the Foundation Trust of the Year award from Health Investor Magazine, beating such Trusts as University College Hospitals, London and Guy’s & St Thomas’ in the process.

• Minister for Health

  Lord Darzi had resigned as Minister for Health and no announcement had yet been made about a replacement.

• New Secretary of State for Health
• Cancer Peer Review Outcome

• Economic Outlook

  Clear signals have been received from the Department of Health regarding the impact of the recession on the economy. Anna Chester wondered how well the Trust was positioned to weather the cuts. Brian James explained that the Trust is in a strong financial position. Work is being undertaken on scenario planning including worst case scenarios and downsizing. The Trust had already planned for a dip in growth after 2010 and was reasonably confident in going forward.

  It was noted that scenario planning was also taking place on the effects of the Swine Flu pandemic and the Board was monitoring the Trust’s preparedness.

• Flu Pandemic Preparations
• Performance
• Financial Position

  Ralph Beaumont queried the infection control policies at the Trust as he had seen staff travelling to work in their uniforms and a pilot in Scotland had reduced infection rates by banning hospital staff travelling in their uniforms.
Brian James explained that the Trust had brought in a “Bare below the Elbows” policy and had a Uniform Policy staff were required to adhere to. It was also noted that the Trust had amongst the lowest rates of infection.

Dennis Wray queried the progress on the front entrance project. Brian James explained that a decision had not yet been made on the plans but the project will commence next year. It was agreed that the plans should be shared at the next Council of Governors meeting.  

**ACTION – BJ**

Janet Wheatley queried when the structural changes in SDS II will be issued. Brian James explained that these would be issued imminently. The changes will be discused at Board of Directors in July and then, once approved, will be issued to staff and governors.

Firas Al-Modaris questioned the release of the Chiefs of Division. Brian James explained that the Chiefs had been brought in to set up the divisional structures and this had now been completed. In the new structure, Clinical Directors will have a stronger role and there will still be clinical input into Board of Directors.

ii. **Quality and Standards (Trish Bain/Brigid Reid)**

Margaret Oldfield welcomed Trish Bain, Deputy Chief of Quality & Standards, and Brigid Reid, Deputy Chief Nurse – Patient Experience & Innovation, to the meeting.

a. **Quarterly Update**

The Council of Governors received the quarterly update from the Quality and Standards Division. The areas covered by the report were:

- Patient Discharge
- Registration with Care Quality Commission
- Quality Report
- Emergency Planning

Regular feedbacks would be prepared for Council of Governors. Work was on-going on the swine flu pandemic and a report would be produced for HMB/Board of Directors which entailed the health community response. A swine flu briefing would be produced for the Governors. **ACTION - JB**

b. **True For Us Review**

The Council of Governors received an overview and outcome to the “True For Us” Review into the Healthcare Commission report on Mid Staffordshire NHS Foundation Trust. The report outlined the outcome of the review and a number of recommended actions supported by the Board of Directors in May 2009. The Trust had been encouraged by the findings of the review with no major concerns raised. The Board of Directors was confident with the Trust’s position in relation to the review.

It was noted that the Trust was undertaking a review of the care pathway between General Medicine and Healthcare for Older People. An Unscheduled Care Committee had been set up to look at unscheduled care pathways for all patients irrespective of age. It was hoped that this would result in improvements to the patient pathway, regardless of specialty.
c. Performance/Quality Dashboard

The Council of Governors received an example of a Performance/Quality Dashboard which showed the type of information available. This had been produced by the Patient Safety Committee. The overall appearance of the dashboard was not liked and it was felt that there was a large amount of detailed, complex information with no explanation of the slides. It was felt that it may be more appropriate to determine priorities and just focus on these. It was agreed that Margaret Oldfield and Kerry Rogers would meet with a group of Governors to establish a reporting framework.

**ACTION – MO/TB/BR**

Brigid Reid went on to explain that the Trust now uses Patient Tracker, which is an electronic system which allows for anonymous feedback and which is undertaken by a senior member of staff whilst the patient is still on the ward. This allows the patient to discuss any concerns they may have with a senior member of staff. It was noted that Patient Tracker is a flexible system which allows the Trust to change the questions asked if there are any particular areas of concern for the Trust.

iii. Annual Plan Delivery

The Council of Governors received the update report from the Chief of Business Development. The areas covered by the report were:

- Unscheduled Care
- Quality Reports & Quality Accounts
- Site Utilisation
- Pre-Admission Process
- Patient Admission/Discharge
- NHSR New Contractual Obligations
- Human Resources
- Delivery of Clinical Services at or below Tariff
- SDS II – The Way Forward
- Governors & Membership
- Governance

It was agreed that once Woodside was open and operational, the Governors would be offered the opportunity of a tour.

**ACTION – DS**

It was also agreed that copies of the Annual Plan would be issued to Governors once available.

**ACTION – DS**

7. **REVIEW OF CONSTITUTION AND STANDING ORDERS**

The Council of Governors received a report on the Review of Constitution and Standing Orders. Kerry Rogers explained that following discussion at the last Council of Governors, a small task group had been set up which had considered the following:

- public constituency boundaries
- partner governors
- co-option
- sub committees, chairmanship and terms of reference.

Following consideration by the task group, the following recommendations were proposed to the Council of Governors:
i. Existing constituency boundaries would remain in place with further consideration once the impact of the Parish changes were understood.

ii. Reduction in existing Partnership Governors due to cessation of PPI Forum.

iii. Existing Partner Governors have been asked to restate their commitment to involvement through the Council of Governors along with an ability to nominate a representative and for that representative to regularly attend meetings.


v. The Trust should forge a strong relationship with LINkS in order to ensure robust scrutiny of service delivery and would not be considered for appointment to the Council of Governors.

vi. A co-option model for incorporation into the Trust’s Constitution

vii. Revised Terms of Reference proposed to include a process of annual appointment to chairmanship and membership of the Membership Development Committee and the Patient Safety & Experience Committee.

With regard to proposal (iv) regarding partner governors, Ralph Beaumont asked to present the case for Age Concern becoming a Partner Governor. He explained that Age Concern was the largest organisation looking after older people and older people are the largest constituency of patients in hospital. Mr Beaumont felt it was appropriate that Age Concern be chosen as a Partner Governor and urged the Council of Governors to reconsider the proposal.

Margaret Oldfield explained that a decision had been made at the very beginning to not include special interest groups and the task group had discussed partner governors over three meetings and had made the decision to shortlist only umbrella organisations that would capture all parts of the local community.

Janet Wheatley offered to meet with Age Concern to see how Voluntary Action Rotherham could assist and Kerry Rogers reminded Ralph Beaumont of her offer to meet to explore opportunities to work in partnership.

With regard to co-option, it was noted that the Chairman would put forward names for people to be co-opted. Co-opted members would be there in an advisory capacity only until elections were held and new Governors elected. It was agreed that co-opted members would have to belong to the constituency in which the vacancy arose.

These proposals outlined in the report were APPROVED by the Council of Governors. An amended version of the Constitution will be presented to the September Council of Governors for formal approval prior to submission to Monitor.

Terms of Reference for the 3 committees were approved subject to minor amendments and Kerry Rogers explained that the Nomination Committee minutes would be amended to include a responsibility for removal of Governors in accordance with the Constitution.

8. CONSULTATIONS/ELECTIONS

i. Consultation on Monitor Guide for NHS Foundation Trust Governors: Meeting Your Statutory Responsibilities

The Council of Governors received a report on the above. It was noted that Monitor’s draft guidance was intended to provide Governors with clarity in regard to statutory duties and to provide suggestions for processes to ensure delivery of those duties. The Trust had produced a draft response. The draft response was APPROVED and it was agreed that any feedback from Monitor would be shared with Governors.
ii. **Consultation on FTGA Strategy**

The Council of Governors received a report on the FTGA Strategy.

Dennis Wray felt that there seemed to be more emphasis on the national role rather than the regional role and felt the FTGA may be overreaching. Anna Chester believed that a decision needed to be made on what the Trust wanted out of the membership and that, personally, she would like more work undertaken on a regional level for Governors to meet up with Governors from other Trusts.

It was AGREED that Dennis Wray and Anna Chester would complete the questionnaire individually and submit it direct to the FTGA. **ACTION – DW/AC**

iii. **FTGA Executive Committee Election**

The Council of Governors received the ballot paper for the Executive Committee Elections for 2009. Voting was required for the election of a Chair, a Vice Chair and 11 Executive Committee members. This had been discussed at the Governor pre-meeting and it was AGREED that Governors should submit their views to Dennis Wray who would then complete the ballot papers and submit them by the closing date. **ACTION – ALL/DW**

9. **MEMBERSHIP COMMUNICATIONS AND DEVELOPMENT GROUP**

i. **Minutes**

The minutes from the meeting held on 23rd June 2009 were received for information.

10. **PATIENT SAFETY & EXPERIENCE GOVERNOR & MEMBER GROUP**

i. **Minutes**

The minutes of the meeting held on 3rd June 2009 were received for information.

ii. **Governor Commentary – Sylvia Bird**

Sylvia Bird explained that she was disappointed with the patient menu during a recent stay and felt there was too much repetition and lack of choice. Dennis Wray reported that he had missed the last food tasting session. Margaret Oldfield commented how when the Board sampled the equivalent of a patient lunch, ordered anonymously, that all members were very satisfied with the quality, but that we would take on board the issue of choice.

It was noted that the dieticians assessed the menu choices quarterly and there was also a quarterly food tasting session where food is delivered to the ward and sampled by catering and dietetic staff. Governors would be welcome to attend this food tasting.

11. **NOMINATIONS COMMITTEE**

Dates for the next Nomination Committee meeting were still to be confirmed. **ACTION – DS**
12. **GOVERNOR DEVELOPMENT**

i. **Feedback from Foundation Trust Governors’ Association (FTGA) Development Programme – 22nd April 2009**

It was noted that this event had been a big improvement on previous events. David Masters from Monitor had given an interesting presentation. A very interesting session had been held in the afternoon which had involved young people who held a shadow board and this had involved students from local schools, colleges and universities.

ii. **Feedback from Regional Governor Event – 16th May 2009**

This had involved a presentation by a Volunteer Co-ordinator at Sheffield and it was agreed that Lorraine Brinnen, the new Community Involvement Manager should look into this. **ACTION – LB**

iii. **Foundation Trust Governors Association (FTGA) National Development Day – 19th October 2009**

Nominations were required from anyone wishing to attend the National Development Day. **ACTION - Governors**

iv. **Foundation Trust Governors Association (FTGA) Subscription Renewal**

It was felt that it was too early to consider not renewing the annual subscription as the Governors had only been members for one year, and needed to give more time to it to determine it usefulness. It was AGREED to discuss this in Spring 2010. **ACTION – KR**

13. **ISSUES TO BE ESCALATED TO BOARD OF DIRECTORS**

There were no issues to be escalated to the Board of Directors.

14. **ANY OTHER BUSINESS**

i. **Governor Elections**

It was noted that thank you letters had been sent to all the Governors who had retired/stood down at the last election.

ii. **Governor Development Session**

Kerry Rogers reported that at the last Governor Development Sessions, 6 Governors had attended the first session and 7 Governors had attended the second session.

However, only 3 Governors had confirmed that they would be attending and it would not have been an appropriate use of Executive time to deliver a development session for only 3 Governors.

It was accepted there needed to be a minimum number of 6 Governors attending to make it worthwhile. The next session will be on Finance. The September session will be on the Annual Plan and will take place before the AGM.
15. **FOR INFORMATION**  

**Dates for the Diary**  

The following dates were noted:

- Governor Development Programme – 11th August 2009 and 9th September at 2.00 pm
- Annual General Meeting – 9th September 2009
- Dinner following AGM 9th September 2009

16. **DATE OF NEXT MEETING**  

The next meeting of the Council of Governors would be held on Wednesday 9th September 2009 commencing at 4.00 pm at the Holiday Inn, West Bawtry Road, Rotherham. Any agenda items were to be communicated to the Company Secretary by no later than 24th August 2009.