MEETING OF COUNCIL OF GOVERNORS HELD ON
WEDNESDAY 13TH JANUARY 2016
IN THE LECTURE THEATRE

Chair: Martin Havenhand, Trust Chairman

Public Governors: Mrs Ann Ashton, Public Governor for Wentworth North
Mrs Bridget Dixon, Public Governor for Rother Valley South
Ms Jan Frith, Public Governor for Rest of England
Mr Leslie Hayhurst, Public Governor for Wentworth South
Mr Graham Jenkinson, Public Governor for Wentworth Valley
Mr Gavin Rimmer, Public Governor for Rother Valley South
Mr David Vickers, Public Governor for Rother Valley West
Mr Dennis Wray, Public Governor for Rother Valley West/Lead Governor

Staff Governors: Dr Firas Al-Modaris, Staff Governor for Medical and Dental
Mrs Sandra Lewis, Staff Governor for Other Staff Class
Mrs Catherine Ripley, Staff Governor for Other Health Professionals

Partner Governors: Cllr Emma Hoddinott, Partner Governor for RMBC
Ms Carole Haywood, Partner Governor for Rotherham Partnership
Prof. Arshad Majid, Partner Governor for Sheffield University

Apologies: Mr Azizzum Akhtar, Partner Governor for REMA
Mr Terry Barker, Public Governor for Rotherham South (no apologies received)
Mrs Clair Brierley, Public Governor for Wentworth South (no apologies received)
Dr Chris Low, Partner Governor for Sheffield Hallam University
Mrs Tina Senior, Staff Governor for Support Staff to Health Professionals
Mrs Janet Wheatley, Partner Governor for Voluntary Action Rotherham
Mr AA Zaidi, Public Governor for Rotherham South

Members of the Board of Directors and other Trust staff in attendance:
Mrs Gabby Atmarow, Non-executive Director
Mrs Louise Barnett, Chief Executive
Mr Mark Edgell, Non-executive Director
Ms Lynn Hagger, Non-executive Director
Mr Chris Holt, Chief Operating Officer
Mrs Alison Legg, Non-executive Director
Ms Anna Milanec, Director of Corporate Affairs/Company Secretary
Ms Tracey McErlain-Burns, Chief Nurse

Apologies received from Board members:
Mr Joe Barnes, Non-executive Director
Mr Barry Mellor, Non-executive Director
2016/01 WELCOME AND ANNOUNCEMENTS

The Chairman welcomed all those present to the meeting.

The Council of Governors were informed of a number of changes to the composition of the Council since the last meeting, namely:

- Mrs Cynthia Shaw, Public Governor for Wentworth North, had stood down early from the role.
- Fiona Smith, Staff Governor for Professional Nurses & Midwives, had left the organisation.

2016/02 APOLOGIES FOR ABSENCE & QUORACY CHECK

The apologies were formally noted and the meeting was confirmed to be quorate.

2016/03 DECLARATION OF INTEREST

There were no new general declarations of interest or any pertaining to any agenda item.

2016/04 MINUTES OF THE PREVIOUS MEETING

The minutes of the meeting held on 14th October 2015 were AGREED as a correct record.

2016/05 MATTERS ARISING & ACTION LOG

There were no matters arising from the previous meeting which were either not covered by the agenda or action log.

The items on the action log from the previous meeting were considered and it was agreed that they could all be formally closed.

2016/06 CHAIRMAN’S REPORT

The Chairman provided a verbal report on the issues he had raised at the December Board of Directors meeting.

In relation to progress against the operational and strategic plan, Mr Havenhand confirmed that the Board remained focused on the financial position including the cost improvement programme, implementation of the Care Quality Commission action plan and achievement of the A&E 4 hour access target.

The local Working Together Programme (WTP) continued to gain momentum, with Mrs Barnett providing an explanation on Vanguards which aimed to develop new patient care models and see the redesign of health and care systems. Commitment had been given by the seven organisations in the WTP to ensure consideration of sustainability across the organisations.
The Board of Directors had sought assurance that the Trust would play a leading role in the process to support the Trust remaining a standalone organisation with collaboration. In response to a question from one of the Governors it was confirmed that following a significant review during the summer months it had been agreed that Sheffield Teaching Hospitals would take the lead in the work, supported by fellow trusts to ensure there remained pace and momentum.

In relation to Regulator engagement the letter following the recent Performance Review Meeting had been received from Monitor. The Council of Governors were informed that the Trust continued to operate a ‘no surprises’ philosophy with Monitor and in return Monitor had indicated that they were pleased with progress made in the last 18 months and the leadership shown in addressing issues and challenges. However, it remained unlikely that the financial enforcements would be lifted in the short term.

*Dr Al-Modaris arrived at this point.*

2016/07 **REPORT FROM THE DIRECTORS**

i. Chief Executive Report

The Council of Governors RECEIVED and NOTED the report from the Chief Executive which had been considered at the December 2015 Board of Directors meeting.

The following were reported:
- Operational priorities/focus continued to be 4-hour A&E waits, implementation of CQC improvement action plan and the financial position.
- Progress continued on the development of the one-year operational and 5 year plans.
- Industrial action by the junior doctors had progressed smoothly as a result the contingency plans put in place.
- Recruitment continued in relation to the Director of HR

Mr Wray questioned the gap in the cost improvement target and whether all opportunities had been considered to ensure that the target was achieved. Mr Havenhand indicated that the Board remained focussed on achieving the £12.9m.

In relation to the regulator financial enforcement actions, there were a number of requirements to be achieved, including managing within forecasted budgets, before any enforcements would be lifted. The aim was for this to be considered in the first or second quarter of the new financial year.

ii. Operational Performance

The Council of Governors RECEIVED and NOTED the operational performance update report which had been considered by the Board of Directors at its December 2015 meeting.
Mr Holt highlighted the key areas from the report, which included:

- The challenging A&E performance position
- Analysis of current breaches indicated that 73% related to delays in first assessment or late referral onto primary admitting specialities, with 15% waiting for a bed.
- Supporting the overall picture detailed within the report were a number of other indicators such as long stay patients, weekend discharges, pre-noon discharges, admission and length of stay, medically fit for discharge and cancelled operations.

The Council of Governors took the opportunity to ask questions on the various areas of the report, with Mr Holt concluding that the current challenges were now associated with staffing issues both medical and nursing. These were being addressed as part of the 100-point plan to improve performance.

*Mr Holt left the meeting at this point.*

**iii. Business Planning**

Mrs Barnett provided a verbal update in relation to the status of the business planning process and timetable.

- The draft and final one year operational plan would be filed (February and April respectively);
- The five-year Sustainability and Transformation Plan would be filed in June 2016.

The Council of Governors would remain updated on progress and provide direct input at key phases.

**iv. Proposed Quality Indicators**

The Council of Governors RECEIVED and NOTED the report from the Chief Nurse which provided information on the 2016/17 Quality Account priorities.

Following consultation by a number of Committees and groups, including the Patient Safety and Experience Governor Group and the Rotherham Health Select Commission, the proposal was to retain the four ambitions from 2015/16 as the 2016/17 priorities. The ambitions were:

- Mortality – reduction in HSMR
- Harm Free Care – achieve 96%
- Friends and Family Test – improve response rates
- National Targets – achieve them all
In addition, the following areas would be prioritised for improvement in 2016/17:

- The management of patient discharge from hospital
- The management of complaints
- Medication safety and efficiency
- Avoiding missed or delayed diagnosis and preventing the deteriorating patient (Sign up to Safety Campaign)

The Council of Governors SUPPORTED the proposed areas for inclusion as the 2016/17 priorities.

In addition the Council of Governors were required for the 2015/16 Quality Report (Quality Account) to identify one local indicator for mandatory auditing by the external auditors. Following discussion, it was AGREED by the Council of Governors that they wished to see the delayed transfer of care to be their selected area for review.

Ms Hoddinott left the meeting at this point.

v. Care Quality Commission Inspection Report

The Council of Governors RECEIVED and NOTED the report which provided an overview of progress being made in relation to the Care Quality Commission improvement action plan.

2016/08 REPORT FROM NON-EXECUTIVE DIRECTOR CHAIRS OF BOARD COMMITTEES

i. Finance and Performance Committee

The Council of Governors RECEIVED and NOTED the report from the Finance and Performance Committee (FPC).

Mrs Legg as Chair of the FPC indicated that the areas of recent focus had been:
- Holding the divisions to account for their performance through invitation to attend the meeting
- Current and forecast financial performance
- Review of areas of premium spend and staffing issues and improvements
- Cash position

ii. Quality Assurance Committee

The Council of Governors RECEIVED and NOTED the report from the Quality Assurance Committee (QAC).

Mr Edgell as chair of QAC indicated that the areas of continued focus were:
- Mortality
iii. Strategic Workforce Committee

The Council of Governors RECEIVED and NOTED the report from the Strategic Workforce Committee (SWC).

Ms Hagger as chair of the SWC indicated that the areas of recent focus had been:
- The Care Quality Commission and the improvement actions
- The A&E/Emergency Centre workforce
- The financial impact of premium spend, agency costs and other workforce costs
- Compliance of Mandatory and Statutory Training and Personal Development Reviews, with concerns in relation to both having recently been escalated to the Board of Directors.

iv. Audit Committee

The Council of Governors RECEIVED and NOTED the report from the Audit Committee.

Ms Hagger as vice chair of the Committee provided a verbal update in relation to the issues which had been considered at the meeting earlier in the day:
- Improved engagement within the Trust and with the Internal Auditors which had resulted in recent months the significant reduction of outstanding internal audit recommendations. The aim remained that there would be no recommendation older than three months.
- Following the annual survey of the Audit Committee effectiveness, an assurance map would be developed for the next meeting.
- The external auditor would provide information on lessons learnt across their client base in relation to finances.
- The external auditor would be providing information on income growth following.

GOVERNOR REGULATORY AND STATUTORY REQUIREMENTS

2016/09 COMPANY SECRETARY REPORT

The Council of Governors RECEIVED and NOTED the Company Secretary's report.

The following were specifically discussed:
i. Non-Executive Directors’ Terms of Office

The Council of Governors APPROVED the recommendation from the Governors’ Nomination Committee that Mrs Gabby Atmarow be offered a further one year term of office as Non-executive Director until 31st March 2017. Mrs Atmarow having already completing a total of five years in office at the end of March 2016.

ii. Governor Elections 2016

The Council of Governors was reminded of the constituencies (staff and public) were Governor elections would be undertaken in 2016. All Governors were requested to support promotion of the role.

iii. Governor Training

The governor development/training programme for 2016 was in the early stages of discussion, with any ideas from governors to improve attendance levels to be communicated to the Company Secretary.

ACTION – ALL TO NOTE

iv. Care Quality Commission and Foundation Trust Council of Governors

The Council of Governors received for information the guide issued by the Care Quality Commission on its inspections of NHS Foundations Trusts.

v. NHS Providers Quarterly Performance Report

The headline sector quarter two performance data was documented within the report with Governors being directed to Monitor’s website for additional information.

2016/10 SENIOR INDEPENDENT DIRECTOR

The Council of Governors RECEIVED and NOTED the report which outlined the recommendation from the Governors’ Nomination Committee that Mrs Gabby Atmarow be re-appointed for a further one year term of office (1st April to 31st March 2017) as the Senior Independent Director.

The Council of Governors APPROVED the recommendation which would be conveyed to the January 2016 Board of Directors meeting.

2016/11 EXTERNAL AUDITORS – APPOINTMENT PROCESS

The Council of Governors RECEIVED and NOTED the report which outlined the proposed process in relation to the appointment of the External Auditor.

The report provided supplementary documentation to support the discussion and provide background on the process to be taken. The report also provided the timeline to ensure that any new external auditor was in place for when the current contract expired in October 2016. A working group would be established which would include the Chair of the Audit Committee and a
small number of Governors. Any Governor interested in supporting the process were requested to contact the Company Secretary.

**ACTION – ALL TO NOTE**

The Council of Governors APPROVED the proposed process.

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**2016/12 GOVERNORS’ SURGERY REPORT**

The Council of Governors RECEIVED and NOTED the feedback from members and the general public following the Governors Surgery held on 28th October 2015.

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**2016/13 APPROVED MINUTES AND ESCALATIONS FROM COUNCIL OF GOVERNORS COMMITTEES**

The approved minutes were RECEIVED from the following Governor committees:

i. Patient Safety and Experience Governor Group
ii. Membership Development, Engagement and Communication Group
iii. Nominations Committee

There were no escalations to the full Council from any of the meetings.

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**2016/14 MATTERS ARISING FROM GOVERNORS FORUM**

In response to the question from the Governors concerning the status of mortality reviews at TRFT following recent media reports of substantial numbers of un-reviewed deaths in another trust. The following joint statement from the Medical Director and Chief Nurse was provided to the Council of Governors.

‘We aim to review all deaths using a standard tool and template with the aim of identifying any cases where the death may have been preventable and any learning points for clinicians in the future. We are aware that this system is not as timely as we would like and that a significant number of deaths have not had a full review within a month. In response to this the division of integrated care where most of the delay occurs (and most deaths would be expected to have occurred) is now doing a weekly initial review to identify potentially preventable cases prior to a full review in due course. Ultimately, all deaths are reviewed at TRFT’.

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**2016/15 ISSUES TO BE ESCALATED TO THE BOARD OF DIRECTORS**

There were no issues for escalation to the Board of Directors.

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**2016/16 COUNCIL OF GOVERNORS WORK PLAN**

The Council of Governors RECEIVED and NOTED their forward work plan.
2016/17  QUESTIONS FROM ANY MEMBER OF THE PUBLIC PRESENT AT THE MEETING

There were no questions from any members of the public present or from any of the Governors.

2016/18  DATE OF NEXT MEETING

The next meeting of the Council of Governors would be held on Wednesday 13\textsuperscript{th} April 2016.