MINUTES OF THE COUNCIL OF GOVERNORS MEETING HELD ON WEDNESDAY
18TH APRIL 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
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
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
Ben Roebuck, Staff Governor for Support Staff to Professional Nurses and Other Health Professionals
Jill Ward, Staff Governor for Other Health Professionals

Partner Governors:
Azizzum Akthar, Partner Governor for REMA
Jean Flanagan, Partner Governor for Sheffield Hallam University
John Wainwright, Partner Governor for Barnsley and Rotherham Chamber of Commerce
Janet Wheatley, Partner Governor for Voluntary Action Rotherham
Ken Wyatt, Partner Governor RMBC

Apologies:
Sylvia Bird, Public Governor for Rotherham North
Rose Davis, Staff Governor for Professional Nurses & Midwives
Beverly Doane, Staff Governor for Other Staff Class
Shelley Fell-Bowers, Partner Governor for Learning and Skills Council
Carole Haywood, Partner Governor for Rotherham Partnership
Michael Jennings, Partner Governor for Sheffield University
Sarah Lever, Partner Governor NHSR
Val Lindsay, Public Governor for Rotherham North
Susan Lockwood, Public Governor for Wentworth Valley
Colin MacFarlane, Police

Members of Board of Directors In attendance:
Gabby Atmarow, Non-executive Director
Jacqui Bate, Chief Human Resources Officer
Juliette Greenwood, Chief Nurse
Andy Irvine, Chief of Community Services
Brian James, Chief Executive
Alison Legg, Non-Executive Director
Matthew Lowry, Chief of Rotherham Hospitals
Nigel Ruff, Non-executive Director
John Somers, Chief Finance Office
George Thomson, Chief Medical Officer
Other Trust Officers in attendance:
Rebecca Allinson, Associate Director, Corporate Relations
Lisa Reid, Head of Governance and Assurance
Dawn Stewart, Corporate Governance Manager (minutes)

2012/19 WELCOME AND ANNOUNCEMENTS
The Governors and attending Trust Officers were welcomed to the meeting.

2012/20 QUORACY CHECK
The meeting was confirmed as being quorate.

2012/21 DECLARATIONS OF INTEREST
There were no declarations of interest in relation to any agenda item.

2012/22 MINUTES OF THE PREVIOUS MEETING
The minutes of the previous meeting held on Wednesday 11th January 2012 were agreed as true record.

2012/23 MATTERS ARISING
i. Foundation Trust Governors Association (FTGA) (minute 2012/05ii refers)
   Feedback on a FTGA event attended by one of the Public Governors would be provided as a later agenda item.

ii. Patient Safety and Experience Governor and Member Group (minute 2012/05iii refers)
   The Chairman had discussed the continued instances of smoking around the main entrance with the Director of Facilities. The Trust would continue to endeavour to minimise smoking through larger signage and the security presence.

iii. Executive Director reports (minute 2012/06 refers)
   The NHS abbreviations information had been circulated and would be periodically reviewed.
   **ACTION - DS**

iv. Health and Social Care Bill Update (minute 2012/08 refers)
   This would be considered as part of a later agenda item.

v. Governor Walk Rounds (minute 2012/09 refers)
   All actions had been completed in relation to the walk rounds.
vi. **Update on External Auditor (minute 2012/10 refers)**

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

2012/24 **CHIEF EXECUTIVE QUARTERLY REPORT**

The Chief Executive and Executive Director colleagues present at the meeting outlined a number of issues contained within the Chief Executive report, which included:

i. The financial position indicated that the Trust would achieve its 2011/12 financial plan and maintain a Monitor Financial Risk Rating (FRR) of 3 at the year end.

ii. Excellent progress had been made in relation to agreeing the contract with NHS Rotherham for 2012/13, with the contract having been signed within the deadline. The Executive’s considered that it was a fair and reasonable contract to be delivered.

iii. The Cost Improvement Programme (CIP) for 2012/13 was around £14m with savings of £11m currently having been identified. The work on the compulsory and voluntary redundancy programme would result in less than ten posts being placed at risk of compulsory redundancy, with every effort being made to redeploy these staff. It was confirmed for the Governors that support was fully provided to staff placed at risk including such areas as writing CVs. Additionally, support was offered to colleagues within departments where staff were at risk.

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. It was anticipated that the Trust would complete the year with a Green Monitor Governance rating. The C Difficile numbers and A&E four hour waits had been within the targets. However, a baby transferred from another hospital was found to be colonised with MRSA which would be counted as a Trust MRSA case and would be the first case in 23 months.

The Governors raised the issue of discharges between the hours of 11pm and 6am which had been the focus of recent national media coverage and sought assurance on the processes and number of such discharges at the Trust. The Governors were informed that the Trust had a policy in place whereby there was an escalation to the most Senior Nurse on duty who would review the circumstance for any proposed discharge between those hours. The Senior Nurse, based upon the individual circumstances, would deem if it was an appropriate discharge or not. The Governors were also informed that the media coverage had been as a result of a Freedom of Information request to some hospitals which had highlighted differences in classification of discharges, collection of data and that like for like was not necessarily being compared. While acknowledging the response given by the
Executive Directors, the Governors requested further information in relation to patient numbers discharged from a bed in the last twelve months between the hours of 9pm and 6am and how many had been deemed appropriate or inappropriate as a means of further assurance.

ACTION – ML/GT

The Governors indicated that the media coverage of this particular issue had highlighted a gap in communication to the Governors of potential high profile media issues where it may be helpful for the Governors to receive advance knowledge in order that they could appropriately respond to any contact by public members. Mrs Allinson, Associate Director, Corporate Relations, who was responsible for media communications indicated that this could be quickly resolved and information would be proactively communicated to Governors.

ACTION – KR/RA

The Governors sought information on the latest position in relation to implementation of EPR which was scheduled for the extended June Bank Holiday weekend. The Governors were informed that systems and manual processes had been successfully tested over the Easter Bank Holiday and full contingency plans were in place for the Go Live weekend. The extended Bank Holiday would allow systems to be introduced in a phased process to lessen the impact, it was also intended that there would be reduced activity over a two week period to minimise disruptions to patients.

The Governors questioned the review of outpatients and the assessment that there was the need for 54,000 fewer outpatient slots. The Governors sought assurance that the reduction would not adversely affect services and waiting times for patients. The Executive’s outlined that the calculation had been based upon follow up appointments, with work continuing to review each outpatient clinic. This review would also assess the type of appointments based upon the medical condition and if the service could be provided by some other mechanism i.e. telephone contact or within the community. The key was that patients were appropriately treated in the most appropriate place which may not necessarily be in the hospital setting.

The Governors noted the financial information contained within the report, however they requested that for future reports summary, rather than detailed information should be provided.

The Governors NOTED the quarterly report from the Executive Directors.

2012/25 PERFORMANCE DASHBOARD

The Council of Governors RECEIVED and NOTED the performance report. Some topics had already been considered during the discussion with the Executive Directors.
2012/26 APPROVAL OF APPOINTMENT OF TWO NON-EXECUTIVE DIRECTORS

The Council of Governors were informed of the interview process for the two Non-executive Director posts, with the actual interviews having taken place on 17th and 18th April 2012.

Following the interviews, the Nominations Committee made the following recommendations to the Council of Governors:

• For the patient service post – to approve for term of 3 years the appointment of Mark Edgell subject to the receipt of satisfactory references and CRB checks and that the Chairman be authorised to receive and accept as satisfactory or not, the references when received and confirm on behalf of the Nominations Committee and the Council the appointment of this candidate.

• For the healthcare professional/academia post – that no appointment be made at this time.

The Council of Governors APPROVED the recommendations.

2012/27 VICE CHAIR AND SENIOR INDEPENDENT DIRECTOR

The Council of Governors RECEIVED the report which outlined the recommendations from the Board of Directors for appointments from the Non-executive Directors to the posts of Senior Independent Director and Vice Chair.

The Role descriptor for each post was included with the report as supporting information on the differences between the roles.

The Council of Governors APPROVED the recommendations as follows:

• Mrs Alison Legg to be appointed to the position of Vice Chairman for the period 18th April 2012 to 31st March 2013

• Mrs Gabrielle Atmarow to be appointed to the position of Senior Independent Director for the period 18th April 2012 to 31st March 2013

Jean Dearden, Lead Governor, on behalf of the Council of Governors congratulated both Non-executive Directors who were present at the meeting on their appointment.

2012/28 GOVERNOR ASSURANCE PROMPTS

The Council of Governors RECEIVED the report which had been circulated separately to the agenda papers outlining the proposal to enhance the current Governor development programme to take into account the requirements resulting from the Health and Social Care Act.
Mrs Allinson and Mrs Reid outlined the aims of the proposed programme and the development of a toolkit of Governance Assurance Prompts (GAPs) which would supplement development sessions from the Executive Directors in areas such as finance and governance.

The Governors SUPPORTED the programme as outlined within the report with the initial discussion session to be arranged for May

2012/29  TIME OUT SESSION

The Council of Governors were supportive of a time out session to discuss a number of issues and an opportunity for Governors to raise any questions.

2012/30  UPDATE ON APPOINTMENT OF EXTERNAL AUDITORS

The process for the appointment of external auditors was being finalised by the procurement team, with the Governors who had indicated their willingness to be involved in the process to be contacted shortly. It was noted that the contracts for both External and Internal Audit Services had been extended until September 2012 to ensure the retendering process could be completed.

2012/31  HEALTH AND SOCIAL CARE ACT UPDATE

The Council of Governors were informed that the provisions of the bill had been made into law.

The Governors were reminded of some of the provisions which included:

- The Board of Directors being held to account through the Non-executive Directors
- A duty for Governors to represent their members and the wider general public
- The Board of Directors to ensure that the Governors are provided with the skills and knowledge to deliver their role. This would be support through the Governor Assurance Prompts and other associated development opportunities being considered.

2012/32  NOMINATIONS COMMITTEE

i. Minutes

The Council of Governors RECEIVED for information the draft minutes from the 17th January 2012 Nominations Committee, which would be formally approved at their next meeting on 22nd May 2012.
2012/33 MEMBERSHIP DEVELOPMENT GROUP

i. Minutes
The Council of Governors RECEIVED for information the draft minutes from the 21st February 2012 Membership Development Group meeting, which would be formally approved at their next meeting on 17th May 2012.

The terms of reference had been reviewed at the February meeting and would be approved at the May meeting and made available for the July Council of Governors meeting.

ii. Issues for escalation
There were no issues for escalation from the Group.

2012/34 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 7th March 2012 which would be approved at the next meeting on 6th June 2012.

ii. Issues for escalation
There were no issues for escalation from the Group

2012/35 FEEDBACK FROM FOUNDATION TRUST GOVERNORS ASSOCIATION EVENT

The Council of Governors RECEIVED the summary information from Dennis Wray, Public Governor Rother Valley West, on the Foundation Trust Governors Association event he had attended on behalf of the Governors. Mr Wray commented that the FTGA appeared to have made significant improvements in the content of their events since the Trust withdrew its membership.

Additionally the FTGA would be attending the June Governors Forum in order to outline the support they can give to Governors. The Governors were requested to ensure that they gathered as much information from this attendance to support the discussion to be undertaken at the July Council of Governors meeting of renewing FTGA membership.

ACTION – ALL TO NOTE

2012/36 ISSUES TO BE ESCALATED TO BOARD OF DIRECTORS

There were no escalations to the Board of Directors.

The Council of Governors asked why there were differences in the timeframes for responding to complaints which had been highlighted in the performance report. Jean Dearden, Lead Governor, indicated that as complaints comprised part of the routine agenda for the Patient Safety and Experience Governor and Member Group that this would be the most appropriate arena for the discussion to take place. This was AGREED and would be added to the June agenda.

ACTION – JEAN DEARDEN
2012/37 QUESTIONS FROM ANY PUBLIC MEMBER PRESENT

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

2012/38 ANY OTHER BUSINESS

The following were considered as any other business

i. Fraud Perpetrated Against the Trust

The Governors were informed of a fraud which had been perpetrated against the Trust relating to payment misdirection of an invoice and advised on the involvement of NHS Protect and the Police.

The Governors were informed that unfortunately, cases such as this were becoming more common in the public sector. A full investigation had taken place by the Trust, with it being dealt with as part of the Serious Incident process. A number of areas of weakness had been identified and corrective action had been taken immediately where possible or would form part of a wider review of practices.

ii. Service Development Strategy (SDS) 3

SDS3 was in its final stages and would be available to the Governors in due course. Personal or collective responses would be appreciated.

ACTION – ALL TO NOTE

iii. Car Parking Charges

The Council of Governors were informed of the proposal which would be submitted to the Board of Directors meeting outlining proposed changes to the car parking fee structure for patients and visitors to the Trust.

One of the major changes would be the reduction of free car parking from one hour to 30 minutes, which was consistent with other organisations. The Governors were requested to consider this proposal and provide any feedback/views either individually or collectively to help support the discussion at Board.

ACTION – ALL TO NOTE

The Governors were informed that exemptions would still be in place and the Trust’s policy was being widely promoted within the Trust as a reminder to staff.

2012/39 DATE OF NEXT MEETING

The next meeting of the Council of Governors would be held on Wednesday 11th July 2012 commencing at 5pm.