MINUTES OF THE COUNCIL OF GOVERNORS MEETING HELD ON WEDNESDAY
13TH JULY 2011 IN THE LECTURE THEATRE, ROTHERHAM HOSPITAL

Present:        Margaret Oldfield, Chairman
                Kerry Rogers, Chief of Corporate and Legal Affairs

Public Governors:  Frank Beevers, Public Governor for Wentworth North
                    Anna Chester, Public Governor for Rotherham South
                    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
                    Val Lindsay, Public Governor for Rotherham North
                    Susan Lockwood, Public Governor for Wentworth Valley
                    Sandra Waterfield, Public Governor for Rother Valley South
                    Dennis Wray, Public Governor for Rother Valley West
                    Anthony Wilkinson, Public Governor for Rother Valley West

Staff Governors:  Firas Al-Modaris, Staff Governor for Medical and Dental
                  Rose Davis, Staff Governor for Professional Nurses & Midwives
                  Beverly Doane, Staff Governor for Other Staff Class
                  Ben Roebuck, Staff Governor for Support Staff to Professional Nurses
                  and Other Health Professionals
                  Jill Ward, Staff Governor for Other Health Professionals

Partner Governors: Jean Flanagan, Partner Governor for Sheffield Hallam University
                   Carole Haywood, Partner Governor for Rotherham Partnership
                   John Wainwright, Partner Governor for Barnsley and Rotherham
                   Chamber of Commerce
                   Janet Wheatley, Partner Governor for Voluntary Action Rotherham

Apologies:       Sylvia Bird, Public Governor for Rotherham North
                 Jean Dearden, Public Governor for Wentworth South
                 Shelley Fell-Bowers, Partner Governor for Learning and Skills Council
                 Neville Hamilton, Partner Governor for South Yorkshire Police
                 Michael Jennings, Partner Governor for Sheffield University
                 Cynthia Shaw, Public Governor Wentworth North
                 Taiba Yasseen, Partner Governor for REMA

In attendance:   Kim Ashall, Director of Service Improvement
                  Gary Birks, EPR Project Launch Executive
                  Tony Hickton, Non-Executive Director
                  Helen Hickton, Non-executive Director
                  John Hoskin, Chief Financial Officer
                  Andy Irvine, Chief of Community Services
                  Brian James, Chief Executive
                  Mike Pinkerton, Chief of Strategic Development
                  Brigid Reid, Interim Chief Nurse
                  Nigel Ruff, Non-executive Director
                  Dawn Stewart, Corporate Governance Manager (minutes)
i. Governor Elections

The Chairman welcomed to their first meeting the following newly elected Governors:

- Frank Beevers, Public Governor for Wentworth North
- Rose Davis, Staff Governor for Professional Nurses & Midwives
- Bridget Dixon, Public Governor for Rother Valley South
- Graham Jenkinson, Public Governor for Wentworth Valley
- Cherry Kipling, Public Governor for Wentworth South
- Susan Lockwood, Public Governor for Wentworth Valley
- Ben Roebuck, Staff Governor for Support Staff to Professional Nurses and Other Health Professionals

The following Governors had been re-elected for a further term of office:

- Firas Al-Modaris, Staff Governor for Medical and Dental
- Jean Dearden, Public Governor for Wentworth South
- Jan Frith, Public Governor for Rest of England
- Dennis Wray, Public Governor for Rother Valley West

The Chairman wished to thank all outgoing Governors for their contributions during their term of office.

ii. Other Governor Changes

Sarah Lever, Deputy Director of Contracting for NHS Rotherham, had been nominated as the PCT Partner Governor.

iii. Executive Director Changes

The following changes were reported to the Council of Governors:

- Professor Al-Wali had indicated his intention to stand down in his capacity as Chief Medical Officer from 31st August 2011. He would continue in his role of Director of Infection, Prevention and Control
- Juliette Greenwood who had been appointed as Chief Nurse would commence in post in October 2011.
- John Somers who had been appointed as Chief Financial Officer would commence in post September 2011.
- The new structure and resulting changes of portfolio would see job title changes for:
  - Mike Pinkerton, now Chief of Strategic Development
  - Kerry Rogers, now Chief of Corporate and Legal Affairs

iv. Non-Executive Director Changes

Giles Bloomer, Non-executive Director, had completed his term of office as at 31st May 2011.
2011/40 QUORACY CHECK

The meeting was agreed to be quorate.

2011/41 DECLARATION OF INTEREST

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

2011/42 MINUTES OF THE PREVIOUS MEETING

The minutes of the previous meeting held on Wednesday, 13th April 2011 were agreed as a correct record.

2011/43 MATTERS ARISING

i. FTGA Subscription (minute 2011/25ii refers)

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

ii. Bowel Cancer (part of Chief Executive’s Update) (minute 2011/26i refers)

An update on the bowel cancer position would be provided as part of a later agenda item.

iii. Performance Dashboard (minute 2011/27 refers)

Information on infection control trends had been provided as part of the Chairman’s newsletter.

Diagnostic breaches had been considered at the June 2011 Patient Safety and Experience Governor and Members Group. It was noted that the position had improved in the first quarter.

2011/44 EXECUTIVE DIRECTOR UPDATES

The Council of Governors welcomed to the meeting the Chief Executive and Executive Directors to provide updates in relation to current activities.

i. Chief Executive (Brian James)

The Council of Governors NOTED the report from the Chief Executive which covered the following areas, with additional information also being provided as part of the Executive Director reports:

- Financial Position
- Redundancy programme
- Transforming Community Services
- A&E and Bed Pressures
- Health Care Acquired Infections
- Director Appointments and Changes
- Update on Mortuary redevelopment
- Healthcare Reforms
- EPR Programme
Southern Cross Care Homes
Long terms conditions summit
The Way Ahead Service Development Strategy (SDS) 2.5 (a copy being tabled)
New Management Structure (a copy being tabled)

Kim Ashall, Director of Service Improvement and Gary Birks, EPR Project Launch Executive, provided an update in relation to progress on implementation of Meditech - the Electronic Patient Record.

The Governors were informed that the Go Live date had been revised and provisionally was October 2011, however critical milestones would need to be achieved prior to implementation. Information was provided in relation to the revised management structure and the systems which would form part of the initial Go Live and those which would be implemented at a later date.

Ben Roebuck, Staff Governor for Support Staff to Professional Nurses and Other Health Professionals, commented that although training had not commenced in anticipation of the original August go live date, some departments had incurred costs in arrangement of flexible staffing to cover shifts. This position was supported by Rose Davis, Staff Governor for Professional Nurses & Midwives.

It was confirmed that the long term strategy would be to integrate the Meditech electronic patient record system with the SystemOne electronic patient record system utilised by community health services.

Mr Ruff, Non-executive Director wished to provide additional assurance to the Council of Governors that he had met with Mrs Ashall and Mr Birks to discuss in detail the governance processes and considered that they were more robust and he would be happy to discuss further with Governors if required.

The Governors NOTED the latest update and were invited to receive a demonstration of the system at the appropriate time.

Kim Ashall, Director of Service Improvement and Gary Birks, EPR Project Launch Executive, left the meeting at this point.

ii. Chief Financial Officer (John Hoskin)

The Council of Governors received the report which provided an update on the latest financial position.

The income and expenditure position indicated that the Trust was £100k ahead of plan for the year to date. Cost reduction plans were delivering ahead of plan, cash balance stood at approximately £13m. Emerging risks included unscheduled care admissions, bed pressures, and achievement of cost reduction plans which would get tougher as the year progressed. The financial position and cost reduction schemes continued to be monitored on a weekly basis and currently the Trust remained on target, however there was no room for complacency and the position would need to be continued to be closely monitored.
Rose Davis, Staff Governor for Professional Nurses & Midwives, revisited the issue raised as part of the previous discussion that departments were being asked to reduce flexible staffing cost, yet had had to incur costs due to the cancellation of training. Mr Hoskin would discuss the exact position with Mr Birks and respond outside the meeting.

ACTION – JH/GB

iii. Chief of Rotherham Hospital

The Chief of Rotherham Hospitals report provided information to an issue which had been raised by the Governors and also discussed at the Patient Safety and Experience Governor and Member Group relating to smoking on the hospital site and particularly at the main entrance.

The report detailed the number of instances where security staff had intervened due to instances of smoking. Sandra Waterfield, Public Governor for Rother Valley South, indicated that she had had the occasion to be on the hospital site and found it necessary to remind people that they should not be smoking. The new main entrance was being spoilt due to the apparent increasing number of smokers and it had an impact on patients and visitors to the site.

Mr James agreed that the position should be further reviewed in relation to signage and interventions from security staff. The position would be raised with the Directors of Estates and Facilities Management would continue to be monitored.

ACTION - BJ

iv. Chief of Community Services (Andy Irvine)

The Council of Governors RECEIVED the update report from the Chief of Community Services outlining the first 100 days following service integration. The report provided updates in relation to operational issues, quality and governance, workforce, finance, information technology, estates and the latest risk analysis position.

It was confirmed that RDaSH had served notice on its SLAs which may have implications to some services and currently a review was being undertaken to assess any implications. However, the twelve month notice would allow the Trust the opportunity to reduce costs accordingly.

It was confirmed that Health Visitor posts had been protected from any cost improvement programme and in fact, new monies had been allocated in order to increase numbers over the next few years.

The report additionally provided an update in relation the care of the elderly which had been requested by the Council of Governors. It was confirmed that the two new elderly physicians to be appointed to work in the community would be in addition to the five currently working in the acute hospital and would provide an integrated service.

v. Interim Chief Nurse (Brigid Reid)

The Council of Governors RECEIVED the report from the Interim Nurse which included an update on the national patient survey, ward nursing
accreditation, the theme for the next senior nurse walk round being nutrition and the significant increase in workload associated with safeguarding issues.

vi. **Chief of Business Development (Mike Pinkerton)**

The Council of Governors RECEIVED the report which provided an update in relation to the planning and commissioning process. The Governor session on 14th September would look to the forward plan for the organisation.

vii. **Chief Medical Officer**

Mr James provided an update on an issue which had been raised at the previous meeting relating to bowel cancer and the data which had been issued by the National Cancer Intelligence Network. Although the mortality statistics were indistinguishable from the national average a five point action plan had been agreed to further improve the Trusts position.

*The Executive Directors left the meeting at this point; however the Chief Executive remained for the discussion relating to the performance dashboard.*

2011/45 **PERFORMANCE DASHBOARD**

The Council of Governors RECEIVED and NOTED the quarterly performance dashboard. The following areas were specifically discussed:

- The VTE target was 90% with performance in April being 87.62%. This particular target was one of the Quality Accounts priorities for 2011/2 and had previously been achieved. Work was on-going to resolve performance.
- Performance against the new A&E targets had been disappointing and appeared to demonstrate long waits for patients in the department. The Governors requested further breakdown of the information in order to ascertain where any problems lay, for example were the lengthy waits as a result of purely delays in A&E or were they linked to availability of beds. Mrs Reid provided reassurance patients had all medical and dietary requirements met during any prolonged delays.

The Chairman commented that the new targets now exposed issues which would need to be addressed by the Trust. Easy access to services, high patient numbers, and an expectation of treatment had all potentially contributed to current performance. The Trust was undertaking a number of actions to improve performance.

*The Chief Executive left the meeting at this point.*

2011/46 **CHAIRMAN APPOINTMENT**

Jan Frith, Public Governor Rest of England, on behalf of the Nominations Committee and Governors who had been involved in the Chairs appointment, read out a statement which outlined the processes which had been undertaken to appoint the new Chairman.
The Nominations Committee, acting with delegated authority on behalf of the Council of Governors, confirmed that all due process and best HR practice had been followed and there were no procedural issues to inhibit a safe decision being made. Mr Hercock, Non-executive Director and Chair of the interview panel confirmed his satisfaction with the process undertaken. The unanimous recommendation from the Nominations Committee to the Council of Governors was to appoint Mr Peter Lee as Chairman.

The Council of Governors asked questions in relation to the process and requested further information on the successful candidate.

**ACTION - MO**

The Council of Governors ACCEPTED and AGREED the recommendation to appoint Mr Peter Lee as the new Chairman, who would commence in post on 1st November 2011.

### 2011/47 FTGA SUBSCRIPTIONS

Jan Frith, Public Governor Rest of England, and a number of fellow colleagues requested that the previous decision to cease membership of the FTGA be reconsidered. This view was due to the comments made by Monitor at a recent FTGA event where it had been stated that the role of Governors in the future would be more challenging and maximum support would be required to fulfil their role, which it was considered would be offered by the FTGA.

The Chairman commented that Monitor’s comments had been premature as the pause in the Health and Social Care Bill will see Monitor retain specific oversight powers of Foundation Trusts until 2016 in order to enable Governors develop the necessary skills. The original decision regarding ceasing membership had been based upon value for money.

It was agreed that the opinion of all Governors would be explored through the means of a survey and the Chairman would also raise the issue at the next Regional Chairs meeting. A final discussion would take place at the September 2011 Council of Governors meeting as the subscription renewal was due at the end of August 2011.

**ACTION KR/MO**

### 2011/48 PROCUREMENT PROCESS FOR EXTERNAL AUDITORS

Mrs Rogers notified the Council of Governors that the contract for the External Audit services expired on 31st March 2012. Additionally the contract for Internal Audit services expired on 31st July 2011.

The Audit and Assurance Committee at their July meeting would consider extension of the Internal Audit Services contract until March 2012 and procure both services at the same time. The Governors would remain informed of the position as they would be directly involved in the appointment.

**ACTION - KR**

### 2011/49 NOMINATIONS COMMITTEE

i. **Minutes**

The minutes from the previous meeting had been circulated with the June 2011 Chairman’s Newsletter.
2011/50  MEMBERSHIP DEVELOPMENT GROUP

i.  Minutes
The Council of Governors RECEIVED the minutes from the meeting held on 24th May 2011.

ii.  Issues for escalation
There were no issues for escalation to the Council of Governors.

2011/51  PATIENT SAFETY & EXPERIENCE GOVERNOR & MEMBER GROUP

i.  Minutes
The Council of Governors RECEIVED the minutes from the meeting held on 1st June 2011.

ii.  Revised Terms of Reference
The Council of Governors RECEIVED the revised terms of reference for the Group.

iii.  Issues for escalation
There were no issues for escalation to the Council of Governors.

2011/52  ISSUES TO BE ESCALATED TO BOARD OF DIRECTORS

The review of the position in relation to FTGA subscriptions would be escalated to the Board of Directors.

2011/53  QUESTIONS FROM THE AUDIENCE

No questions were asked from any members of the public present.

2011/54  ANY OTHER BUSINESS

i.  Annual General Meeting
The Council of Governors were informed of the proposed timings for the various meetings to be held on 14th September 2011, which included the Council of Governors meeting, Annual General Meeting (AGM) and Governor Development session. Members commented on the timings and the opportunities to maximise attendance at all sessions. It was AGREED that the Chairman and Mrs Rogers would review the timings.

ACTION – MO/KR

2011/55  FOR INFORMATION

The Council of Governors received the dates for various meetings during 2011.

2011/56  DATE OF NEXT MEETING

The next meeting of the Council of Governors would be held on Wednesday 14th September 2011. The time and venue would be confirmed in due course following the action detailed in minute 2011/54i.