

**MINUTES OF THE FOUNDATION TRUST COUNCIL OF GOVERNORS MEETING HELD ON
WEDNESDAY 4 APRIL 2018 IN THE BOARDROOM, SUB-BASEMENT, HUDDERSFIELD
ROYAL INFIRMARY**

PRESENT:

Andrew Haigh	Outgoing Chair
Philip Lewer	Chair
Dianne Hughes	Public elected – Constituency 3
Kate Wileman	Public elected – Constituency 2
Veronica Maher	Public elected – Constituency 4
Stephen Baines	Public elected – Constituency 5
Brian Richardson	Public elected – Constituency 5
Annette Bell	Public elected – Constituency 6
Paul Butterworth	Public elected – Constituency 6
Lynn Moore	Public elected – Constituency 7
Brian Moore	Public elected – Constituency 8 /Lead Governor
Dr Peter Bamber	Staff Elected – Constituency 9
Linzi Smith	Staff Elected – Constituency 11
Sian Grbin	Staff-elected – Constituency 13
Megan Swift	Nominated Stakeholder – Calderdale Metropolitan Council
Felicity Astin	Nominated Stakeholder - University of Huddersfield
Rory Deighton	HealthWatch Kirklees

IN ATTENDANCE:

David Anderson	Non-Executive Director/SINED
Helen Barker	Chief Operating Officer *
Anna Basford	Director of Transformation and Partnerships *
David Birkenhead	Executive Medical Director *
Gary Boothby	Executive Director of Finance *
Kathy Bray	Board Secretary
Suzanne Dunkley	Executive Director of Workforce and OD *
Mandy Griffin	Managing Director – Digital Health *
Lesley Hill	Executive Director of Planning, Estates & Facilities *
Richard Hopkin	Non-Executive Director
Ruth Mason	Associate Director of OD and Training (item 9)
Amanda McKie	Matron – Complex Care Needs Co-ordinator (item 4)
Andy Nelson	Non-Executive Director
Victoria Pickles	Company Secretary
Owen Williams	Chief Executive

APOLOGIES FOR ABSENCE WERE RECEIVED FROM:

Rosemary Hedges	Public elected – Constituency 1
Di Wharmby	Public elected – Constituency 1
Alison Schofield	Public elected – Constituency 7
Katy Reiter	Public elected – Constituency 2
John Richardson	Public elected – Constituency 3
Nasim Banu Esmail	Public elected – Constituency 4
Michelle Rich	Public elected – Constituency 8
Theodora Nwaeze	Staff-elected – Constituency 12

Chris Reeve
Salma Yasmeen
Brendan Brown

Nominated Stakeholder – Locala
Nominated Stakeholder – South West Yorkshire Partnership FT
Executive Director of Nursing/Deputy Chief Executive

The Chair opened the meeting by thanking everyone for attending and introducing Philip Lewer who had taken over the role of Chair for the Trust with effect from 1 April 2018. It was noted that due to a Care Quality Commission (CQC) Feedback session the Executive Directors would leave the meeting at 5.30 pm.

He advised those present that discussion had taken place during the private Governors session held prior to the meeting regarding the financial pressures/reforecast, Judicial Review and issues discussed at recent private meetings of the Board of Directors meetings.

14/17 DECLARATION OF INTERESTS

There were no declarations of interest at the meeting.

15/18 DENNIS' STORY

Amanda McKie, Matron – Complex Care Needs attended the meeting to give a presentation entitled 'Dennis' Story' which highlighted the awareness of caring for patients with a learning disability, Do Not Attempt Cardiac Pulmonary Resuscitation (DNA CPR) and the Mental Health Capacity Act.

Amanda gave a brief background to the work undertaken in recent years to raise the profile of people with learning disabilities and the national strategy changes which had been put in place to acknowledge the different needs of these patients. Nationally this was a big agenda which had led to changes in practice including an external review of all deaths to identify any cases/actions which could have been avoided and a review of the DNA CPR process for these patients. It was noted that the Trust was a trail blazer in this field.

The video, which had been made by the Trust and was used in training, told the story of Dennis, a very independent man who had learning disabilities and cerebral palsy who was being cared for in a home. He had been admitted to the Trust through A/E Department and responded well to treatment. On his return to the home, the staff and family were upset to find that Dennis had been put on a DNA CRP plan without their knowledge. It was noted that this was a medical decision but best practice states that this is communicated with the patient and their family so they have a better understanding of what this means.

The Governors thanked Amanda for the informative presentation.

OUTCOME: The Council of Governors **RECEIVED & NOTED** the information presented by Amanda McKie

16/18 MINUTES OF THE LAST MEETING – 17 JANUARY 2018

The minutes of the last meeting held on 17 January 2018 were approved as an accurate record.

17/18 MATTERS ARISING

71/17 – GOVERNORS ATTENDANCE AT FORMAL COUNCIL OF GOVERNOR MEETINGS

The Chair confirmed that he had now had discussions and sent an email to Governors who had not regularly attended formal meetings.

Brian Moore asked that the Governors present vote on whether members who had not attended two formal meetings, as specified in the Constitution should be asked to stand down. This was in line with the Constitution and allowed the seats to go forward for

election in the next round of elections. Those present felt that this was the right thing to do as it was not fair to Trust staff or the public if seats are not represented.

ACTION: CHAIRMAN / LEAD GOVERNOR

OUTCOME: All present **AGREED** that two Governors be asked to stand down from the Council of Governors with effect from 19 July 2018.

76/17 – RAISING IT ISSUES

It was noted that the Managing Director, Digital Health had actioned this outside the meeting.

OUTCOME: Completed

7/18b – QUALITY PRIORITIES FOR QUALITY ACCOUNTS 2017-18 AND 2018-19

Further feedback on the two mandated indicators was requested and the Company Secretary agreed to circulate this to Governors. (Following the meeting an email was circulated to Governors advising on the mandated indicators which were: 4 hour emergency care standard and the 18 weeks referral to treatment standard).

ACTION: COMPANY SECRETARY (COMPLETED 4.4.18)

18/18 CHAIR'S REPORT

a. UPDATE FROM CHAIRS INFORMATION EXCHANGE MEETING – 26.3.18

The Chair reported on the minutes from the meeting held on the 26 March 2018 which had been included with the agenda (Appendix B). The next meeting was scheduled to be held on the 25 June 2018.

OUTCOME: The Council of Governors **RECEIVED AND NOTED** the Chairs Information Exchange Minutes – 26.3.18

PERFORMANCE AND STRATEGY

19/18 19/18a - FINANCIAL POSITION AND FORECAST

The Executive Director of Finance presented the Month 10 finance report, as at 31 January 2018.

The key points were:-

19/18b - PERFORMANCE & QUALITY (Including Good News Stories)

The Chief Operating Officer presented the quality and performance report. The key issues from the report included:

- February's Performance Score has deteriorated by 3 percentage points to 57%.
- All domains have deteriorated with the exception of RESPONSIVE and WORKFORCE which saw improvements in 3 of the 5 Mandatory Training focus areas counterbalancing a deterioration in short-term sickness.
- Within the RESPONSIVE domain Stroke and Cancer maintained good performance.
- The CARING domain has worsened due to FFT performance.
- The EFFECTIVE domain has returned to AMBER due to 2 MRSA's in-month.
- EFFICIENCY & FINANCE has deteriorated with a couple of efficiency targets being missed in-month.
- The good news stories paper was received and noted.
- **OUTCOME:** The Council of Governors **NOTED** the performance and quality data and good news stories.

20/18 STRATEGIC PLAN & QUALITY PRIORITIES UPDATE

The Chairman reported that as agreed in the Annual Workplan, the Executive Directors had been requested to give an update on the following areas at this meeting:

20/18a - WORKFORCE & OD UPDATE

Suzanne Dunkley, Executive Director of Workforce and OD advised that progress continued on the action plan for the workforce strategy which had been circulated in November 2017. She updated those present on the key areas of performance.

Paul Butterworth asked if a spreadsheet with a breakdown of timescales for training could be prepared but it was pointed out that the 112,000 training requirements identified were dependant on the role and included mandatory training.

20/18b - LEADERSHIP DEVELOPMENT

Ruth Mason, Associate Director of Training & OD reported on the various offerings developed within the Trust to meet the leadership development needs. This included an update around:

- Apprenticeship Schemes
- Nursing development courses
- Suite of courses around essential management skills
- CLIP Programme
- Work Together to Get Results focus
- Monthly Star Awards

20/18c - CARE OF THE ACUTELY ILL PATIENT

The Executive Medical Director updated on the continuing work of the workstreams to improve patient outcomes. The key areas included:

- Hospital Mortality – positive outcomes and expected mortality rates to continue to fall.
- EPR – metrics continue to fall i.e. identification of patient deterioration and early intervention.
- Care Bundles - improved standardisation of care implemented to support early discharge and avoidance of hospital admissions.
- Falls and Pressure Sores – improvements in outcomes being seen.

Discussion took place regarding admission avoidance and the Chief Executive explained the work which was being undertaken both within and outside the trust, working with CCGs, Locala and GPs to replicate a community model as seen in Calderdale.

20/18d - SAFER PATIENT PROGRAMME

The Chief Operating Officer updated on the progress with the Safer Patient Programme. The key issues included:

- Increase in ambulatory care – good patient experience feedback
- Medical Day Cases at CRH – moved into Ambulatory Unit
- Frailty Team – work continues
- Community Place – more work was being done with Commissioners and LA to look at a rehabilitation model outside hospital, with care closer to home, rather than a community model in hospital.
- Electronic Digital Data – The Chief Executive updated on a pilot being undertaken with Calderdale Council to have shared electronic information. The benefits that this would bring in the future to the whole health and social care system were noted.

OUTCOME: The Council of Governors **RECEIVED and APPROVED** the strategic plan and quality priorities update.

20/18e – FULL BUSINESS CASE

The Director of Transformation and Partnerships reported that no further updates were available. The judicial review had been requested and it was therefore unlikely to hear from the Secretary of State until this process had been finalised later in the summer.

21/18 UPDATE ON WHOLLY OWNED SUBSIDIARY

The Director of Planning, Estates and Facilities updated the Governors on the discussion held at the public Board of Directors meeting held on 1 March 2018.

It was reported that a company had been set up with Companies House and the initial name of the company was “Calderdale and Huddersfield Solutions”. This would enable employees to become members of the NHS Pension Scheme, use of the NHS logo and set up bank accounts and tax arrangements.

The following Board members had been appointed to serve on the shadow board for this company:

Alastair Graham, Interim Chair

Suzanne Dunkley, Interim Non-Executive Director

Lesley Hill, Interim Managing Director

The Director of Workforce and OD advised that meetings continued with staff and staff side representatives to explore different TUPE models and that the relationship to date had been positive.

It was noted that a letter had been received both by the Board and Governors from “999 Call the NHS” and it was agreed that once a response had been formulated this would be shared with the Governors.

Following discussion the Governors present felt that an extra-ordinary meeting of the Governors should be convened to discuss this in more detail. It was agreed that the Board Secretary should arrange a date and notified Governors of the details, along with the response to “999 Call the NHS”.

ACTION: Board Secretary (this was subsequently arranged for 8 May 2018)

OUTCOME: The Council of Governors **RECEIVED** the information provided.

22/18 ANNUAL PLAN 2018-19

The Executive Director of Finance summarised the Trusts’ draft Annual Plan. It was noted that the final document required submission to NHS Improvement by 30 April 2018 following agreement by the Board of Directors on the 5 April 2018.

The key points from the draft Annual Plan were noted:

- Agree seasonal profiling of operational plans and final bed plans to allow full triangulation with workforce and finance
- Conclude contract terms with commissioners
- Finalise CIP plans and allocation to close gap to £18m
- Agree agency trajectory at divisional level
- NHSI on site review of operational and financial plan 25 April
- Progress discussions with NHSI on national capital support for essential investments
- Submit final 2018/19 plans to NHSI for 30 April deadline

GOVERNANCE

23/18 COUNCIL OF GOVERNORS REGISTER

The updated register of members as at 1 April 2018 was received for information. It was noted that there had been no changes to the Register since it was tabled at the last meeting on the 17 January 2018.

OUTCOME: The Council of Governors **NOTED** the updated Register.

24/18 REGISTER OF INTERESTS/DECLARATION OF INTERESTS

The Chairman requested that any amendments be notified to the Board Secretary as soon as possible.

OUTCOME: The Council of Governors **APPROVED** the Register of Interests

25/18 NON-EXECUTIVE DIRECTOR APPRAISALS FEEDBACK

The Chairman presented a paper reporting on the appraisals of the Non-Executive Directors (NEDs) carried out between January and March 2018 by the Chair with input from the Executive team.

It was noted that all the Non-Executive Directors were assessed to be carrying out their duties to a satisfactory standard and fulfilling their time commitment to the Trust.

OUTCOME: The Council of Governors **APPROVED** the Chairman's Appraisal of the Non-Executive Directors.

26/18 PROCESS FOR ELECTION OF LEAD GOVERNOR

The process and timeline for the appointment of Lead Governor had been circulated for approval. All present noted the contents of the paper and supported the process which would commence week commencing 9 April 2018 and conclude with the formal announcement at the AGM on the 19 July 2018. The appointment would be effective from 20 July 2018.

OUTCOME: The Council of Governors **APPROVED** the process for the election process for the appointment of Deputy Chair/Lead Governor process.

27/18 SELF-ASSESSMENT PROCESS

The Company Secretary reported that the Membership Office will circulate information to the Governors to complete the annual self-appraisal and the results will be feedback to the Governors' meeting in July 2018.

ACTION: Company Secretary/Membership Office

28/18 REVIEW OF COUNCIL OF GOVERNORS' FORMAL MEETING ATTENDANCES

The Company Secretary requested all Governors to check their attendance and advise of any discrepancies before the information is published in the Annual Report in May 2018.

ACTION: All Governors

As discussed earlier in the meeting it was agreed that two Governors would be asked to stand down to allow their seats to go forward in the next round of elections.

ACTION: Chair/Board Secretary

29/18 REVIEW DETAILS FOR JOINT BOD/COG ANNUAL GENERAL MEETING

The Council of Governors' are aware that the Joint Board/Council of Governors' Annual General Meeting will be held on Thursday 19 July 2018. It is expected that the meeting will take place in the Large Training Room, Learning Centre, Calderdale Royal Hospital commencing at 6.00 pm.

30/18 UPDATE FROM BOARD SUB COMMITTEES

30/18a - QUALITY COMMITTEE

Lynn Moore highlighted the discussions which had taken place at the last Quality Committee. These included:

- Serious Incident Reporting – never event – work on going
- EPR - Appointment letters discussed and work on going

30/18b - ORGAN DONATION COMMITTEE

In the absence of John Richardson the Chairman updated on the current issues discussed at the Organ Donation Committee which included:

- Year to date 6 donations had been received, 5 family declines and 1 coroner decline.

- Funding secured to promote organ donation advertisement on lease vehicles with banner 'wraps'

30/18c - CHARITABLE FUNDS COMMITTEE

Kate Wileman and the Chairman updated on the current issues being discussed by the Charitable Funds Committee which included:

- Agreement to have corporate trustee training for Board
- Work by Huddersfield University Students on public views on donation feedback to Board
- Todmorden – sub committee funded benches, food bank and support for mental health initiatives for the people of Todmorden.

30/18d - PATIENT EXPERIENCE AND CARING GROUP

Lynn More highlighted the discussions which had taken place at the Patient Experience and Caring Group and these included:

- Noise at night reviewed
- Fire brigade involvement in preventing falls
- New privacy curtains process implemented 'daisy'
- My name is.... reminder to staff to use this required.

30/18e - NOMINATION AND REMUNERATION COMMITTEE (CoG)

Brian Moore reported that as the Council of Governors were aware the Nominations and Remuneration Committee (COG) held interviews for the post of Chair on Friday 2 February 2018 and Philip Lewer had been offered the post subject to ratification by the Council of Governors.

Those present formally welcomed Philip to the Trust and approved the appointment which had commenced on the 1 April 2018.

OUTCOME: The Council of Governors **RECEIVED** the Sub Committees/Groups updates and **APPROVED** the ratification of the appointment of Philip Lewer to the position of Chair.

31/18 CHAIR'S APPRAISAL

Dr David Anderson, Senior Independent Non-Executive Director/Non-Executive Director gave feedback on the Chair Appraisal Process. It was noted that this was Andrew's seventh and appraisal and had been his final year in office.

Overall the appraisal had identified positive feedback from the Board and Council of Governors and a reflection of his seven years in post were summarised:

- The Board is in its strongest position now as he leaves and the Trust a very different organisation
- Compassionate care and focus on patient needs embedded
- Executive Team very strong and work collectively
- Board has kept its nerve and always done right thing facing considerable challenges
- Awaiting CQC judgement from the recent CQC Inspection.

Brian Moore, Lead Governor thanked everyone for their help in assisting with the smooth running of this process.

OUTCOME: The Council of Governors **APPROVED** the Chair Appraisal

32/18 INFORMATION TO RECEIVE

The following information was received and noted:

a. Updated Council Calendar – updated calendar received and the contents were noted.

33/18 ANY OTHER BUSINESS

33/18a – Thanks to Andrew Haigh

Owen Williams and Brian Moore formally thanked Andrew Haigh on behalf of the Board and Governors for his commitment and work over the past 7 years as Chairman of the Calderdale and Huddersfield Trust and wished him every success in the future.

33/18b – Wi-Fi

Stephen Baines reported that he had been unable to connect to the Wi-Fi in the Boardroom. It was agreed that this would be reported to Mandy Griffin, Managing Director – Digital Health.

ACTION: Board Secretary

There was no other business to note.

DATE AND TIME OF NEXT MEETING

Wednesday 4 July 2018 commencing at 4.00 pm in the Boardroom, Sub-Basement, Huddersfield Royal Infirmary

The Chair thanked everyone for their contribution and closed the meeting at 6.30 pm.