



COUNCIL OF GOVERNORS

Minutes of the meeting of the Council of Governors Committee held in public
on Thursday 27 April 2023 at 15:30
via Microsoft Teams

Chair	Suzy Brain England OBE - Chair of the Board
Public Governors	Peter Abell Dennis Atkin Mark Bright Lynne Logan Andrew Middleton David Northwood Pauline Riley Sheila Walsh
Staff Governors	Kay Brown Duncan Carratt Sophie Gilhooly Vivek Panikkar
Partner Governors In attendance	Susan Shaw Mark Bailey - Non-executive Director Hazel Brand - Non-executive Director Mark Day - Non-executive Director Emyr Jones - Non-executive Director Lucy Nickson - Non-executive Director Angela O'Mara - Deputy Company Secretary (minutes) Richard Parker OBE - Chief Executive Kath Smart - Non-executive Director Adam Tingle – Acting Director of Communications & Engagement
Governor Apologies:	Andria Birch Phil Holmes Anita Plant Lynne Schuller
Board Member Apologies	Fiona Dunn - Director of Corporate Affairs/Company Secretary Jo Gander - Non-executive Director

COG23/04/A1 Welcome, apologies for absence (Verbal)

The Chair welcomed the Council of Governors and those in attendance to the meeting. The above apologies for absence were noted.

COG23/04/A2 Declaration of Governors' Interests (Enclosure A2)

No changes to governors' interests were declared.

The Council:

- ***Noted governors' current declarations of interests***

COG23/04/A3 Actions from previous meetings

There were no outstanding actions.

COG23/04/C Presentation

COG23/04/C1.1 Suzy Brain England - Chair's Report

The Chair provided an overview of her activities since the previous Council of Governors meeting, which included:

- Hosting a non-executive team event, to integrate the fully appointed team and agree Committee and buddying responsibilities
- Attendance at NHS Providers' Board meeting and facilitation of board development programmes for executive director induction and working with governors
- Recruitment of the Deputy Chief Executive
- Championed the role of governors, collaborative system working and monthly meetings with the Company Secretary, Lead and Deputy Lead Governor
- Place, Provider Collaborative and Integrated Care System working across South Yorkshire and Nottingham & Nottinghamshire
- As a trustee of NHS Retirement Fellowship presented at a local event to share opportunities for former colleagues post retirement
- Ongoing support of the Executive Team in respect of industrial action, achieving a balanced financial year-end position and agreeing a 2023/24 budget

COG23/04/C1.2 Lucy Nickson - Introduction

Following her recent appointment, Lucy Nickson was welcomed to her first meeting of the Council of Governors. Lucy provided governors with an insight into her experience, skills and career highlights to date and would take on the responsibility of Chair of the Teaching Hospital Board, Deputy Chair of the People Committee and a member of the Quality & Effectiveness, Charitable Funds and Nominations & Remunerations Committee. Lucy would also be the nominated non-executive director for health and wellbeing and very much looked forward to contributing to these roles.

COG23/04/C1.3 Emyr Jones – Introduction

Following his recent appointment, Dr Emyr Jones was welcomed to his first meeting of the Council of Governors. Emyr shared an insight into his personal and professional life, which included a notable service as a Consultant Physician and Medical Director of the Trust. Utilising his skills and experience Emyr would take on responsibility as the Deputy Chair of the Quality & Effectiveness and Charitable Funds Committees and would be a member of the Audit & Risk and Nominations & Remunerations Committees and the Teaching Hospital Board.

COG23/04/C1.4 Andrew Middleton – Deputy Lead Governor

In the absence of the Lead Governor, the Council of Governors received an update from the Deputy Lead Governor with regards to the opportunity for governor engagement at a system level. The Chair of the Board and Hazel Brand, non-executive representative at Nottingham & Nottinghamshire Integrated Care System events, shared the various opportunities for governors to observe virtual meetings, governor events and Partner Assemblies and encouraged access to the wealth of information available via the governor portal.

COG23/04/C1.5 Kath Smart - Audit & Risk Committee

The Chair of the Audit and Risk Committee shared an overview of April's meeting, as part of the Chair's assurance log. The positive assurance received in respect of counter fraud, security management and the recent financial sustainability audit was acknowledged.

The outcome of the risk management audit was noted, alongside key actions for improvement. The impact of limited assurance audits and a lower than required audit closure rate were reflected in a moderate internal audit opinion.

Work was ongoing to develop the Board Assurance Framework, to identify those risks likely to impact on delivery of the Trust's strategic aims and the mitigating actions. The introduction of the Risk Management Board provided a well-represented forum to review and challenge those high and extreme risks to ensure the corporate risk register accurately captured key organisational risks.

The introduction of online declarations of interests, gifts, hospitality, and secondary employment, through Civica Declare had proved to be successful in the later quarter of 2022/23, with a significance improvement in compliance from previous years. Colleagues would be invited to declare for 2023/24 with the aim of securing 100% compliance of senior and key decision makers. Finally, in preparation for the new financial year 2023/24 counter fraud, internal audit and Committee workplans had been approved.

COG23/04/C1.6 Emyr Jones – Quality and Effectiveness Committee

The Deputy Chair of the Quality and Effectiveness Committee shared with the Council of Governors key highlights from the April meeting, which included:

- Continued development of the Quality Framework and Quality Strategy
- Ongoing work towards the implementation of the Patient Safety Incident Response Framework
- Project plan to support delivery of the Clinical Negligence Scheme for Trusts standards

- Agreement that health inequalities would be reported via the Finance & Performance Committee

COG23/04/C1.7 Mark Bailey – People Committee

The Chair of the People Committee provided an update on the key highlights from March's meeting, which included:

- 2022 staff survey results, ongoing staff engagement and development of the leadership behaviours framework
- Safer staffing and the use of temporary workforce
- Progress update on equality, diversity and inclusion actions and associated work
- Development of the 2023-27 People Strategy and delivery plan
- Just culture work
- Progress of job planning audit and completion rate of medical appraisals

COG23/04/C1.8 Finance and Performance Committee

The Chair of the Finance and Performance Committee provided an update on the key highlights from the monthly Committee meetings held since the last Council of Governors meeting, which included:

- Delivery of 2022/23 financial plan, subject to audit
- Delivery of 2022/23 Cost Improvement Plans and the shaping of 2023/24 plans
- Performance update and strengthened monthly reporting, including the development of a Place Urgent & Emergency Care Improvement Plan
- Progress of 2023/24 business plans based upon a realistic assessment of underlying finance and activity position

COG23/04/C1.9 Hazel Brand – Charitable Funds Committee

The Chair of the Charitable Funds Committee provided an update on the key highlights from the March 2023 meeting, which included:

- An external review by More Partnership which identified strengths and areas for development, including the need for a fundraising strategy to progress the work of the Charity, to be aligned with the Trust's strategic direction
- All expenditure agreed in line with the policy
- A review of the investment portfolio to be scheduled, including ethical investments
- Approval of the Charitable Funds Policy, including the Terms of Reference, subject to inclusion of all voting executive Board members. A policy refresh to capture fundraising activity, operational and regulatory compliance would be required
- Approval of charitable funds spend, related to a NHS75 long service celebration and Team DBTH event at the Yorkshire Wildlife Park

**COG23/04/
C1.10 Richard Parker – Chief Executive Report**

The Chief Executive provided an update on Covid 19 and influenza inpatient activity, as the rate of infection had declined and the number of patients remained largely static a routine

report would no longer be provided. The wearing of masks had now been lifted, with the exception of specific care settings, with no significant impact seen. A booster vaccination for clinically vulnerable groups was expected in Spring.

An overview of activity, including inpatient, outpatient, emergency care and births was provided for 2022/23 with a comparison to 2021/22.

An insight was provided into developments at Bassetlaw Hospital in respect of urgent and emergency care provision (Bassetlaw Emergency Care Village) and removal of the reinforced autoclaved aerated concrete.

At Montagu Hospital, the Pain Management Unit had been relocated into a purpose-built area to accommodate the Community Diagnostic Centre and the Elective Orthopaedic Centre, the latter provided an excellent example of collaborative working with the Rotherham and Barnsley Hospital NHS Foundation Trusts.

On the Doncaster site and following a 103 week period of displacement due to the major incident in April 2021, the Chief Executive was delighted to report that the central delivery suite had now reopened. The resilience and efforts of the team were acknowledged and the investment of c£3m very much welcomed. As part of national Care Quality Commission plans an inspection of maternity services was expected in 2023.

2022's staff survey had seen the highest ever Trust response rate and one of the highest in the country. The results provided a wealth of information and work to address areas of concern would be progressed, alongside building on those areas where the Trust performed well.

In respect of industrial action, the Chief Executive confirmed that the Royal College of Nursing had rejected the Government's proposed pay offer. Whilst the Trust had not reached the required threshold for industrial action, the Council of Governors were informed of affected neighbouring trusts, which may result in an increased level of demand for Trust's services. Thanks were extended to senior doctors and consultant colleagues who had offered support during the junior doctors' industrial action. The impact on patients and activity was noted, alongside the financial impact.

Following the Deputy Chief Executive interviews earlier in the week, pre-employment checks were being progressed for the preferred candidate and an announcement would be made in due course.

The Chief Executive recognised the delivery of 2022/23's financial plan and shared his appreciation with the team, whilst recognising the financial challenges of 2023/24 and the required efficiencies. As always, there was a need to spend public money wisely, ensuring that productivity and efficiency opportunities were maximised with the support of national programmes, such as Getting it Right First Time and through benchmarking /best practice data sets, such as Model Hospital.

**COG23/04/
C1.11**

Governor Questions

Following a recent article in the national press, Public Governor, Peter Abell sought assurance that the procurement of temporary workforce was appropriately managed and there was no conflict of financial interest relating to the agencies of choice. The Chief Executive highlighted

the need for senior colleagues and decision makers to declare such an interest. He was not aware of any such declarations and confirmed the use of approved NHSE frameworks for temporary staffing. The Trust was working collaboratively at a system level to ensure consistency of terms, with a reduction in agency spend seen in line with reduced demand. Additional beds on ward 22 were also part of a funded surgical plan.

In her capacity as Chair of the Audit & Risk Committee, Kath Smart highlighted the work undertaken by the Company Secretary and the Local Counter Fraud Specialist in respect of declarations of interests, including secondary employment. In addition, pre-Covid the controls associated with agency spend had been subject to review by the Trust's internal auditors and were in line with expectations. A more recent audit had been commissioned where the report had not yet been finalised.

Partner Governor, Sue Shaw sought confirmation that the funding for the Bassetlaw Emergency Village had been received. The Chief Executive confirmed the monies not yet been received, however, there had been a commitment to fund as part of the STP Wave 4 capital programme, delays had been experienced in relation to Waves 1-3 and the Trust had been advised to continue with the supporting works.

Public Governor, Lynne Logan sought clarity in respect of the training needs of NHS Professional midwives. The Chief Executive confirmed that training would mirror that provided to substantive members of the team. Compliance would be monitored as part of the Clinical Negligence Scheme for Trusts' standards and also as part of any regulatory inspection by the Care Quality Commission. The Chief Executive confirmed that where a midwife held a primary contract with another Trust the training record did not necessarily migrate and the Local Maternity and Neonatal System were exploring opportunities to avoid duplication of effort and resource at a Place and system level to support movement of colleagues.

Staff Governor, Vivek Panikkar enquired of the expected time frame for completion of job plans. The Chair of the People Committee, Mark Bailey confirmed appropriate action plans were in place to support delivery, however, 100% was not felt to be a realistic target in view of factors such as absence, maternity and special leave. To date, the Chief Executive confirmed 156 jobs had been agreed, 150 were in progress, which equated to 89.1%. Historically, applications for Clinical Excellence Awards had been subject to an agreed job plan, more recently awards had been allocated and should this continue, there may be a need to revisit the decision to be linked to a signed off job plan. Job plans should also be aligned to delivery of the Trusts' strategic objective. In terms of holding Clinical Directors to account for agreed job plans, it was confirmed that completion was monitored via the Performance, Overview and Support meetings.

The Council of Governors:

- ***Noted the Presentation***

COG23/04/D1 Minutes of the Council of Governors held on 2 February 2023

The Council of Governors:

- ***Noted and approved the Minutes of the Council of Governors held on 2 February 2023***

COG23/04/E1 Questions from members of the public previously submitted prior to the meeting

No questions had been received from the public.

COG23/04/F1 Any other Business

No items of other business were raised.

COG23/04/F2 Items for escalation to the Board of Directors

No items for escalation were reported.

COG23/04/F3 Governor/Board Meeting Question Database

The Council of Governors:

- *Received and noted the question database.*

COG23/04/F3 Date and time of next meeting (Verbal)

Date: **6 July 2023**
Time: **15:00**
Venue: **Microsoft Teams**

Meeting **17:00**
Close:



Kath Smart
Deputy Chair
6 July 2023