



COUNCIL OF GOVERNORS

Minutes of the meeting of the Council of Governors held in public
on Thursday 28 September 2023 at 15:00
via Microsoft Teams

Chair	Suzy Brain England, Chair of the Board
Public Governors	Rob Allen Mark Bright Peter Hewkin Annette Johnson Lynne Logan Andrew Middleton David Northwood Clive Smith Sheila Walsh
Staff Governors	Kay Brown Vivek Panikkar
Partner Governors	Alexis Johnson Phil Holmes
In attendance	Mark Bailey - Non-executive Director Hazel Brand - Non-executive Director Hayley Clarke - Partner, Ernst & Young Alex Crickmar - Deputy Director of Finance Fiona Dunn - Director of Corporate Affairs/Company Secretary Lucy Nickson - Non-executive Director Angela O'Mara - Deputy Company Secretary (minutes) Richard Parker OBE - Chief Executive Kath Smart - Non-executive Director
Governor Apologies:	Joseph Money Lynne Schuller Mandy Tyrrell
Board Member Apologies	Jo Gander - Non-executive Director Emyr Jones - Non-executive Director

COG23/09/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.

The Chair shared her thanks with those governors whose terms of office had come to an end, recognising their engagement and contribution and welcomed all newly elected governors.

COG23/09/A2 Declaration of Governors' Interests (Enclosure A2)

No amendments to governors' interests were declared.

The Council:

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

COG23/09/A3 Actions from previous meetings

There were no outstanding actions.

COG23/09/B Auditors Annual Report 2022/23 to the Council of Governors

The Council of Governors received the auditors' annual report, which provided an overview of work completed during the financial year 2022/23.

Hayley Clark confirmed an unqualified opinion had been provided on the trust's financial statements and Ernst & Young's certificate of completion had been issued on 17 August 2023. The Council of Governors' attention was drawn to the Value for Money (VFM) narrative which reported on financial sustainability, governance, and improving economy, efficiency, and effectiveness in accordance with the requirements of the National Audit Office. One significant risk was identified in relation to contractual arrangements for 2023/24 and challenges in respect of the recurring deficit and associated liquidity issues, no significant weakness in arrangements was identified.

Ernst & Young placed on record their appreciation of the Chief Financial Officer, Deputy Director of Finance and the finance team's efforts.

In response to a question from Public Governor, Mark Bright the Chief Executive confirmed the auditor's role to check improvements in economy, efficiency, and effectiveness. Each year the Trust was required to identify savings to reach a balanced financial plan, which was now part of the system plan. The need to consider efficiencies that were safe and sustainable, to deliver recurrent savings was noted.

As a member of the Board's Finance & Performance Committee, Non-executive Director, Kath Smart confirmed that whilst current efficiency plans were robust there remained an unidentified gap. The Chair of the Committee would provide an update at the next Council of Governors' meeting which would include cost improvement plans.

The Chief Executive confirmed that the Trust's finances were now subject to increased scrutiny by NHSE (tier three monitoring). The Trust had sought external assurance of its deficit financial plan, which was monitored on a monthly basis.

In her capacity as Chair of the Audit & Risk Committee, Kath Smart confirmed that the external auditors had concluded that the accounts could be prepared on a going concern basis and acknowledged delivery of the control total. The auditors' annual report validated that the accounts represented a true and fair view of the Trust's finances. A total of seven low/medium recommendations were included within the auditors' report, oversight of which would be via the Audit & Risk Committee.

The Chair of the Board welcomed the feedback and shared her appreciation with the external auditors for their ongoing support.

The Council of Governors:

- *received the 2022/23 Auditors Annual Report*

COG23/09/C1 Minutes of the Council of Governors held on 6 July 2023

The Council of Governors:

- *Noted and approved the Minutes of the Council of Governors held on 6 July 2023*

COG23/09/D1 Questions from members of the public previously submitted prior to the meeting

No questions had been received from the public.

COG23/09/E1 Any other Business

No items of other business were raised.

COG23/09/E2 Items for escalation to the Board of Directors

No items for escalation were reported.

COG23/09/E3 Governor/Board Meeting Question Database

The Council of Governors:

- *Received and noted the question database.*

COG23/09/F1 Annual Members Meeting (virtual)

The Annual Members Meeting had been pre-recorded and would be made available via the Trust's website, YouTube and Facebook. A preview link had been shared with the governors earlier today and would become publicly available at 6pm. The agenda included:

- The Trust's response to COVID-19
- Operational activity
- Highlights and challenges throughout the year

- The Trust's financial performance
- An update on local, regional and national developments in health and social care
- An update from our Lead Governor

Speakers would include:

- Suzy Brain England OBE, Chair of the Board
- Richard Parker OBE, Chief Executive
- Jon Sargeant, Chief Financial Officer
- Lynne Schuller, Lead Governor

Previous year's virtual meetings had received a significantly higher number of viewers than the traditional face to face meeting and it was anticipated that similar coverage would be achieved this year.

The minutes of 2022's Annual Members Meeting had been approved at the Council of Governors meeting on 24 November 2022.

COG23/09/F2 Annual Members Meeting Questions

The following question was received from a member of the public, the response was not available at the time of the recording, for completeness the question and answer are provided below, included on the Trust's 2023 Annual Members' Meeting page and governor question database.

How are accessible facilities for the differently abled being implemented at Bassetlaw, and particularly as part of the Bassetlaw Emergency Village development?

At present, there is a Changing Place facility within the Outpatients at Bassetlaw Hospital. This is available to all visitors and patients at all hours, however from 5pm, individuals may need to request the key from ward colleagues or the team within the Emergency Department. The room features a height adjustable adult changing bed, an electronic ceiling hoist, height adjustable sink, peninsular toilet, shower, non-slip floor and privacy screen.

A full briefing can be [viewed here](#) which describes the accessibility and facilities which will be put in place as part of the Emergency Village project.

Public Governor, David Northwood highlighted the reporting of two never events in 2022/23's quality accounts, in view of the Trust's vision to be the safest Trust in England he sought assurance that appropriate processes were in place to avoid future events.

The Chief Executive identified procedures and practices in place to mitigate risk, including the use of the World Health Organisation checklist, ongoing training and education and the monitoring and sharing of lessons learnt from serious incident investigations. As part of the transition to the Patient Safety Incident Response Framework, training including that of Board members was required. The Trust promoted Just Culture, to ensure colleagues were not fearful of reporting and to ensure learning was shared. The Trust's ambition was to provide the highest quality care and this would continue to be reflected in its vision.

In response to a question from Public Governor, Rob Allen regarding the national reporting and learning system (NRLS) and Marthas Law, the Chief Executive recognised the new ruling would allow patients, their families, or carers the rights to ask for a second opinion. The importance of triangulating information was recognised in arriving at a decision. The transition from serious incident reporting to PSIRF would see a revised focus on learning, which would be reflected in the reporting system.

The Chief Executive confirmed the Trust's comprehensive inspection by the Care Quality Commission had included maternity, urgent and emergency care, the divisions of Medicine and Surgery and the diagnostic and imaging service. The well-led inspection would take place between 2-4 October, the visits had coincided with periods of industrial action. The independent audit was welcomed and the inspection team had provided positive feedback on the welcome and support extended by colleagues. It would be some weeks before the full report and associated actions were received.

COG23/09/F3 **Date and time of next meeting (Verbal)**

Date: **9 November 2023**

Time: **15:00**

Venue: **Microsoft Teams**

Meeting **15:51**

Close:



Suzy Brain England OBE

Chair of the Board

9 November 2023