



**COUNCIL OF GOVERNORS**

**Minutes of the meeting of the Council of Governors held in public  
on Thursday 11 July 2024 at 15:00  
via Microsoft Teams**

<b>Chair</b>	Suzy Brain England OBE, Chair of the Board	
<b>Public Governors</b>	Mark Bright Denise Carr David Gregory Jackie Hammerton Lynne Logan Andrew Middleton Dave Northwood Lynne Schuller Clive Smith Sheila Walsh	
<b>Staff Governors</b>	Kay Brown Gavin Portier Mandy Tyrrell	
<b>Partner Governors</b>	Phil Holmes Lynd Wyld	
<b>In attendance</b>	Rebecca Allen - Associate Director of Strategy, Partnerships & Governance Mark Bailey - Non-executive Director Hazel Brand - Non-executive Director Mark Day - Non-executive Director Zara Jones - Deputy Chief Executive Rodney Muskett – Interim Deputy Director of Finance (agenda item B1) Lucy Nickson - Non-executive Director Angela O'Mara - Deputy Company Secretary (minutes) Richard Parker OBE - Chief Executive Emma Shaheen - Director of Communications and Engagement Kath Smart - Non-executive Director	
<b>Governor Apologies:</b>	George Kirk - Public Governor	
<b>Board Member Apologies</b>	Jo Gander - Non-executive Director Jon Sargeant - Chief Financial Officer Denise Smith - Chief Operating Officer	

		<u>ACTION</u>
COG24/07/A1	<b>Welcome, apologies for absence (Verbal)</b>	
	The Chair welcomed the Council of Governors and those in attendance to the meeting. The above apologies for absence were noted.	
COG43/07/A2	<b><u>Declaration of Governors' Interests (Enclosure A2)</u></b>	
	No new declarations of interests were presented to the meeting.	
	<b><i>The Council:</i></b> - <b><i>Noted governors' current declarations of interests.</i></b>	
COG24/07/A3	<b><u>Actions from previous meetings</u></b>	
	There were no outstanding actions.	
COG24/07/B1	<b><u>Re-appointment of the Trust's External Auditors</u></b>	
	<p>The Chair welcomed the Interim Deputy Director of Finance and Non-executive Director, Kath Smart to present the Audit &amp; Risk Committee's recommendation to reappoint the Trusts external auditors.</p> <p>In her capacity as Chair of the Audit &amp; Risk Committee, Kath Smart confirmed that in 2021 following a procurement exercise involving governor colleagues, a contract was awarded to Ernst &amp; Young for an initial three year period, with an option to extend for up to two years. The three year contract ends on 30 September 2024 and in view of the current limited audit market it was recommended that the contract be extended and work commence on a tender process to secure an external auditor at the end of the two year extension.</p> <p>In response to a question from Public Governor, Dave Northwood, the Interim Deputy Director of Finance confirmed the cost would be in line with the original contract rates, any change to the contract would be subject to negotiation.</p> <p>Public Governor, David Gregory enquired of the possibility of a system solution to secure efficiencies. Whilst back office functions were being explored by the Acute Federation, the market for external audit provision was small and the need for impartiality and independence was noted. The Chair supported the exploration of options, subject to procurement rules.</p>	
	<b><i>The Council of Governors:</i></b> - <b><i>Approved the recommendation for the re-appointment of the Trust's External Auditors for a further two years</i></b>	
COG24/07/C1	<b><u>Presentation</u></b>	

<b>COG24/02/C1.1</b>	<p><b><u>Chair's Report</u></b></p> <p>The Chair of the Board provided an overview of her activities since the previous Council of Governor's meeting, which included:</p> <ul style="list-style-type: none"> <li>• Involvement in a Board development session to assess the current risk appetite and consider the strategic direction of the Trust, to inform a refresh of the Trust strategy.</li> <li>• Attendance at a virtual South Yorkshire &amp; Bassetlaw Acute Federation governor event which showcased collaborative programmes of work and provided an update from South Yorkshire ICB's Chief Medical Officer on the core ICB aims.</li> <li>• Attendance at NHS Confederation's annual conference (ConfedExpo 2024).</li> <li>• Attendance at Yorkshire &amp; Humber Chairs Meeting.</li> <li>• Attendance at NHS Providers Chair &amp; Chief Executive Network.</li> <li>• Welcomed Sir Kier Starmer and Wes Streeting as part of their pre-election visit to Bassetlaw Hospital.</li> <li>• Attendance at NHS Providers' Governor Focus Conference where 300 governors were welcomed to the annual conference and facilitation of a discussion group.</li> <li>• Attended the Royal Garden Party at Buckingham Palace at the invitation on NHSE's Regional Director.</li> </ul>	
<b>COG24/07/C1.2</b>	<p><b><u>Rebecca Allen – Governor Activities</u></b></p> <p>The Chair of the Board welcomed the Associate Director of Strategy, Partnerships &amp; Governance to her first Council of Governors meeting.</p> <p>In the absence of a lead governor an update was provided on governor activities during May and June 2024. A summary of the response to the governor engagement survey was provided and key themes identified. A workshop would be arranged to seek governor input to refresh the lead governor role description ahead of expressions of interest being sought.</p> <p>The use of NHS mail accounts for governors would be explored and volunteers were sought to be part of the initial trial.</p>	
<b>COG24/07/C1.3</b>	<p><b><u>Kath Smart - Audit &amp; Risk Committee</u></b></p> <p>The Chair of the Audit and Risk Committee provided an insight into June's year-end Committee meeting. The Chair's assurance log provided positive assurance in respect of the Head of Internal Audit Opinion, which provided a significant assurance outcome and the external auditors' ISA 260 which provided a clean opinion on the accounts.</p> <p>Work continued to address the actions arising from the corporate governance audit, which provided a good platform on which to build following the appointment of the Associate Director of Strategy, Partnerships &amp; Governance.</p> <p>Following scrutiny of the year-end report and accounts and supporting documentation any minor amendments to the accounts would be delegated for final sign off by the Chief Executive, following completion of the external auditors work. The Annual Governance Statement was approved and the Annual Report recommended to the Board of Directors. A review of the year end process would be carried out by the external auditors and finance colleagues and a debrief would take place at September's Committee meeting.</p>	

<b>COG24/07/C1.4</b>	<p><b><u>Jo Gander - Quality and Effectiveness Committee</u></b></p> <p>In the absence of Jo Gander, the Deputy Chair, Emyr Jones highlighted the key areas of work to address the findings of the paediatric audiology review and the ongoing work to address the patient tracking inaccuracies, which would be reported to August's Committee meeting.</p>	
<b>COG24/07/C1.5</b>	<p><b><u>Finance and Performance Committee</u></b></p> <p>The Chair of the Finance &amp; Performance Committee highlighted the broad range of business considered by the Committee each month and the improved level of reporting during the last twelve months. The Committee was assured by the processes and practice in place, the need for collaborative working was noted.</p> <p>Delivery of 2023/24's financial plan was noted. 2024/25 was expected to be challenging and the importance of exploring Place and System opportunities and holding partners to account for delivery of their actions was emphasised.</p>	
<b>COG24/07/C1.6</b>	<p><b><u>Hazel Brand - Charitable Funds Committee</u></b></p> <p>Due to a change in arrangements, the meeting of the Charitable Funds Committee had been rearranged, with the next meeting due to take place on 16 July. This would be restricted to a single item agenda which focused on the transition of the management of the hospital charity to Doncaster &amp; Bassetlaw Healthcare Services Ltd.</p> <p>This change had been overseen by a Task and Finish Group and was underpinned by a formal contract and service level agreement. The Head of Charity had been appointed and would commence in post in September 2024. The Trust's Communication and Finance Teams would continue to support the work of the Charity.</p> <p>The Chair of the Committee recognised the generosity of colleagues and the wider public, including local businesses and shared her appreciation of their contribution to the fundraising campaigns.</p>	
<b>COG24/07/C1.7</b>	<p><b><u>Mark Bailey – People Committee</u></b></p> <p>The Chair of the People Committee highlighted discussions at June's People Committee, which included areas of assurance, ongoing work, areas of focus and decisions made.</p> <p>He reflected on the achievements during year one of the People Strategy and noted the areas of challenge relating to alignment of the workforce and financial plans, an increase in the volume of casework and the impact on timescales for resolution and the need for further assurance on the measures to ensure the effectiveness of violence and prevention standards.</p>	
<b>COG24/07/C1.8</b>	<p><b><u>Governor Questions</u></b></p> <p>In response to a question from Public Governor, David Gregory regarding the possibility of an interim lead governor whilst the review of the role description and expression of interest took place, the Associate Director of Strategy, Partnerships &amp; Governance confirmed there was no agreed process within the Trust's Constitution to make such</p>	

	<p>arrangements. The Deputy Chief Executive confirmed the Trust would make every effort to ensure effective communication with the Council of Governors was not impacted by the vacancy and was keen to move at pace to secure a resolution, whilst allowing governors the opportunity to be engaged in the process and for their voices to be heard.</p> <p>As an employee at a local University, Public Governor, Jackie Hammerton enquired of the impact on the Trust of recruitment freezes seen in the NHS. The Chief Executive acknowledged the financial and operational challenges in 2024/25 and recognised the need for enhanced reporting due to the Trust's deficit financial plan, requiring cash support but confirmed there was not a blanket freeze in place. All vacancies were subject to a weekly review by the executive team, consideration was given to the impact on any existing reliance on temporary workforce. In the case of newly qualified midwives, where expressions of interest exceeded the required staffing levels, the Board had agreed to over recruit, recognising the potential for drop off and the requirement to work towards achievement of national workforce standards.</p> <p>Public Governor, Dave Northwood sought assurance on the current Emergency Preparedness, Resilience and Resilience compliance rate, reported at 31%. The Chair of the Audit &amp; Risk Committee noted an improving performance arising from enhanced monthly governance and oversight arrangements. The increased level of evidence and reporting was highlighted and as in previous years there would be a peer review process adopted. Whilst it was not expected that full compliance would be declared, there was an expectation that compliance levels would increase as iterative improvements were made. The Trust had experience of responding to major incidents involving evacuation in the case of incidents impacting South Block and the Women &amp; Childrens' Hospital</p> <p>In relation to the ongoing work in paediatric audiology, the Deputy Chief Executive acknowledged that whilst addressing the quality recommendations identified as part of the review, the implementation of an IT solution had created further challenges which needed to be worked through. Along with executive oversight, the improvement programme involved the Integrated Care Board, NHSE and the support of subject matter experts to address areas of improvement and learning.</p>	
<b>COG24/07/C1.9</b>	<p><b><u>Richard Parker OBE, Chief Executive's Report</u></b></p> <p>The Chief Executive provided an overview of the Trust's activity and performance standards. In March 2024, 76.1% of patients were seen, treated and either discharged or admitted within four hours of arrival in the Emergency Department. This achievement saw the Trust recognised as one of the most improved organisations regionally and nationally.</p> <p>The Trust continued to experience significant bed pressures and currently had 136 medically fit patients occupying beds, awaiting discharge. The need for a system solution to support timely discharge and flow through the hospital was critical.</p> <p>In terms of financial performance, the Chief Executive reported a slight deterioration of the Trust's position at month three. The Integrated Care Board's financial plan remained challenging with c£48m of unidentified savings to be found.</p> <p>Following its opening earlier this year, the Mexborough Elective Orthopaedic Centre completed its 100<sup>th</sup> hip replacement surgery last month. The Centre was an excellent</p>	

	<p>example of partnership working between Doncaster, Rotherham and Barnsley hospitals and the organisations would continue to work collaboratively to further increase the volume of elective activity.</p> <p>Construction of the Community Diagnostic Centre at Montagu Hospital was progressing well, the “topping off” ceremony had recently taken place and completion of the project was expected in Spring 2025. Bassetlaw Emergency Village work also continued at pace and was due for completion in late Summer/early Autumn.</p> <p>As part of the pre-election visits, the Trust welcomed Sir Kier Starmer and West Streeting to Bassetlaw Hospital where they were welcomed by the Chair, Chief Executive, and DBTH colleagues. It was an excellent opportunity to discuss some of the challenges facing the Trust, the opportunities that the Emergency Village would create and the ongoing impact of industrial action. Junior medical staff had been able to share their views on contracts and career opportunities as part of the visit.</p> <p>In addition to the above, the Council of Governors were informed of the following initiatives and developments:</p> <ul style="list-style-type: none"> <li>• the purchase of state of the art robotic equipment, supported by the Fred &amp; Ann Green Legacy.</li> <li>• the development of the Trust’s strategy, following a refreshed vision and strategic priorities.</li> <li>• working with Place partners to explore the provision of care closer to home</li> <li>• development of a visitor’s charter.</li> </ul> <p>The Chief Executive highlighted the search for a suitable donor for colleague Becky Hudson, who required an urgent stem cell transplant. Whilst Becky’s story had been shared on social media, the support of governors and the wider public was sought in raising awareness.</p>	
COG24/02/C1.10	<p><b><u>Governor Questions</u></b></p> <p>On behalf of the Council of Governors, Public Governor, Dave Northwood asked that congratulations be shared with Professor Lynda Wyld and Mr Tony Wilkinson on their Royal College appointments.</p> <p>In respect of the current underutilisation and resultant reduced income related to the Mexborough Orthopaedic Centre (MEOC), the Chief Executive confirmed oversight of the facility would transfer to the Chief Operating Officers of each hospital with effect from September 2024. During year one this had sat with the MEOC Programme Board. There was a need to ensure delivery of an optimal and consistent number of procedures, eliminating variation by establishing the current challenges in bringing surgeons of three different hospitals together and supporting appropriate solutions.</p> <p>The Chair of the Board recognised the benefit to patients of a less invasive, more precise procedure through the use of robotic equipment. From an employer’s perspective, technological enhancements assisted the recruitment and retention of colleagues, although the need for appropriate training was acknowledged. The support of the Charity in securing the equipment was recognised, with the potential for future developments to require charitable donations.</p>	AO

COG24/07/D1	<u>Minutes of the Council of Governors held on 25 April 2024</u>		
	<b><i>The Council of Governors:</i></b> - <b><i>Received the Minutes of the Council of Governors held on 25 April 2024, approval was sought outside of the meeting (email of 22/7/2024 @ 8:45).</i></b>		
COG24/07/E1	<u>Questions from members of the public previously submitted prior to the meeting.</u>		
	No questions had been received from the public.		
COG24/07/F1	<u>Any other Business</u>		
	No items of other business were raised.		
COG24/07/F2	<u>Items for escalation to the Board of Directors</u>		
	No items for escalation were reported.		
COG24/02/F3	<u>Governor Board/Meeting Question Database</u>		
	<b><i>The Council of Governors:</i></b> - <b><i>Received and noted the question database.</i></b>		
COG24/02/F4	<u>Date and time of next meeting (Verbal)</u>		
	Date:	26 September 2024	
	Time:	17:00	
	Venue:	Microsoft Teams	
	Meeting Close:	17:00	



**Suzy Brain England OBE**  
Chair of the Board  
7 November 2024