

**Minutes of the Joint Board of Directors & Council of Governors Meeting**

**Thursday 19<sup>th</sup> July 2012**

<b>Present:</b>	Michael Cassidy	Chairman
	Sarah Weiss	Public Governor
	Suri Freedman	Public Governor
	Geoffrey Rivett	Public Governor
	Florence Osaigbovo	Public Governor
	Talaat Qureshi	Public Governor
	Christopher Sills	Public Governor
	Eli Kernkraut	Public Governor
	Eric Sorensen	Public Governor
	Patricia Bennett	Public Governor
	Jamie Bishop	Public Governor
	Ros Constable	Staff Governor
	Katherine Coyne	Staff Governor
	Dr Lesley Mountford	Partner Governor
	Gareth Moore	Partner Governor
	Prof Michael Keith	Non-Executive Director
	Stephen Hay	Non-Executive Director
	Imelda Redmond	Non-Executive Director
	Nancy Hallett	Chief Executive Officer
	Charlie Sheldon	Chief Nurse & Director of Governance
	Dr John Coakley	Medical Director
	Tracey Fletcher	Chief Operating Officer
	Fiona l'Anson	Deputy Director of Finance
	John Taylor	External Auditor
	David Bridger	Head of Governance (minutes)

**1. Council of Governors Private Meeting**

Under the Chair of Stephen Hay, Non-Executive Director and Deputy Chair of the Trust the Governors meet in private to discuss the appointment process for the Chairman of the Trust. The use of external recruitment consultants was discussed and it was agreed their use was justified for the recruitment of a new Chairman. The Governors agreed to progress with the appointment for a new Chairman once the appointment process for the new Chief Executive was complete.

The Governors were then joined by members of the Board of Directors.

**2. Chairman's welcome**

Michael Cassidy chairman welcomed the Directors and Governors to the meeting. Deborah James, Partner Governor and Jaime Bishop, Public Governor were given a vote of thanks as they were standing down as Governors.

### **3. Apologies:**

John Bootes	Public Governor
Clyde Baker	Public Governor
Jude Williams	Public Governor
Henry Muss	Staff Governor
Robert Duke	Staff Governor
Val Dimmock	Staff Governor
Prof. Stanton Newman	Partner Governor
Deborah James	Partner Governor
Sir John Gieve	Non-Executive Director
David Stewart	Non-Executive Director
Prof Chris Griffith	Non-Executive Director
Jo Farrar	Director of Finance

Five members of the public were in attendance.

### **4. Minutes of the Council of Governors meeting 10<sup>th</sup> May 2012**

The notes from the previous Council of Governors meeting were agreed. One matter arising was raised by Ros Constable, Staff Governor who had been sent a full copy of the results of the staff survey. She requested further clarification regarding the numbers of staff surveyed and the methodology used.

### **5. Annual Report, Quality Account and Accounts 2011/12**

Fiona l'Anson provided a verbal update regarding the production of the Trust's Annual Report and Accounts and Quality Account for 2011/12. Copies of the report were available for those present. The final version has been submitted to Monitor and hard copies had been submitted to the Parliamentary Clerk for laying before parliament. She reported that the Trust is reporting a surplus for the year. The full accounts had been audited by the Trusts external auditors. The Quality Account will also be published on the NHS Choices website as a standalone document.

### **6. Independent Auditors Assurance report on the Quality Account**

John Taylor, Deloitte LLP presented the independent auditors external assurance report on the Trusts Quality Account for 2011/12. He provided an explanation of the limited scope review required stating that this aimed to check consistency and content of the report in relation to Monitor guidance. It also reviewed a number of the performance indicators in the report including C. Diff data, Cancer 62 day waits and clinical incident reporting. He reported that no issues were identified.

### **7. Constitutional Review**

Charlie Sheldon presented a paper which set out proposed changes to the Homerton Constitution. These proposals are made following a review by the Trusts Solicitors to ensure the Constitution is updated in line with Monitor's model constitution and the implications of the Health and Social Care Act 2012.

The Governors and Directors discussed key issues arising from the review and the three proposed changes. How these would be presented at the Annual Members Meeting was also discussed. The amendment in respect of the quorum for the Council of Governors was discussed in particular the attendance of partner Governors and options regarding managing persistent non-attendance.

The proposed amendments to the Trust Constitution were approved.

## **8. Chief Executive Report**

Nancy Hallett provided a verbal update report. She reported that the Trust is now in its eighth year as a Foundation Trust and is in financial balance, seeing more patients with commissioners moving contracts to Homerton. Regarding performance the Trust is meeting national targets.

She provided an update with regard to the Olympic contract for which the Trust is the designated hospital for accredited Olympic personnel. The contract started one week ago and the Trust has already seen a number of patients. Otherwise the Trust is functioning as normal and has plans in place to deal with any transport issues which may arise.

Regarding new staff appointments she stated that the Trust has appointed a new Director of Estates and Facilities, Mark Johnston-Wood and two deputy medical directors had been appointed they are Gabrielle Laing and Katrina Erskine.

The Trust has invested in a new initiative named Welcome 2012. This programme aims to improve people's experience of visiting Homerton and identifies 46 champions amongst frontline staff who act as role models for embedding five golden rules to improve patient experience. A presentation on Welcome 2012 is to be given at the Annual Members Meeting in September.

Enquiries from Governors were made regarding the future of St Leonards Hospital. The commissioners own the building and the Trust is developing a business case regarding the longer term management of the site and alternative options for the services located there. The Trust is working with the commissioners to make improvements to the current environment.

## **9. Internal Update Report – CQC Inspection Outcomes**

Charlie Sheldon provided an update regarding the outcome of inspections of Trust services by the Care Quality Commission. He provided an update on two recent inspections.

The Trust had been subject to an unannounced 'targeted' inspection on termination of pregnancy services. Homerton was found to be fully compliant with the part of the regulation which was the focus of the review. The final report has not yet been made publically available.

The second inspection related to joint OFSTED/CQC inspections of safeguarding and looked after children (LAC) services. The quality of services were reviewed for City of London and separately for the London Borough of Hackney. The inspections themselves were both lengthy and thorough.

City of London and Hackney were both judged to be 'Good' for safeguarding children overall. The contribution of health agencies to keeping children and young people safe was assessed as 'Good' in both inspections. Services for LAC were found to be 'Good' overall in City of London and in Hackney. Homerton's contribution was rated as 'Adequate' in the City of London and 'Good' in Hackney.

The Ofsted/CQC inspection reports contain recommendations for improvement actions to be carried out by the local authority and also by the Trust within set timescales. The Trust is required to report to the regulator when these improvements have been completed within the deadline.

He also provided an update on progress against actions and improvements made arising from the inspection of Mary Seacole Nursing Home.

## **10. Chief Executive Appointment (CEO) Update**

Michael Cassidy provided a verbal update regarding the CEO. The Nominations Committee for Executive Directors had met to review the long list of potential applicants and would be meeting later in July to shortlist candidates for interview. The Trust is aiming to interview for the post in September. The appointment process and successful candidate will be approved by the Council of Governors after this time.

## **11. Governor Election Update**

David Bridger provided an update on elections for new Governors. He stated that the election process had begun to replace four Hackney public Governors. It is anticipated that the election will finish in early September with the results being announced at the Annual Members Meeting on 20<sup>th</sup> September.

## **12. AOB**

None

## **13. Question from the public**

Questions from the members of public present were taken.

One question was raised in relation to the Roundabout Nursery and what the Trust had done to investigate alternative models for the service.

The Trust had looked at others alternatives for managing the service. The Trust had looked into identifying other independent providers and London Early Years Foundation had been provided with details of the service. Unfortunately to date no alternative model or provider has been identified.