

**Meeting of the Council of Governors  
Thursday 19 April 2018**

<b>Present:</b>	<p>Sir Tim Melville-Ross CBE Paul Ashton John Bootes Julia Bennett Helen Cugnoni Ibrahim Hafeji Ben Hayhurst Coral Jones Ruth Martin Stuart Maxwell Chris Mullett Alun Myers Shuja Shaikh Saleem Siddiqui Judith Sunderland Danny Turton Hilda Walsh</p> <p>Sheila Adam Tracey Fletcher Sir John Gieve Dr Michael Gill Martin Smith Daniel Waldron Jude Williams Jonathan Wilson</p>	<p>Chairman Public Governor Lead Governor Public Governor Staff Governor Staff Governor Appointed Governor Public Governor Public Governor Public Governor Staff Governor Staff Governor Public Governor Public Governor Appointed Governor Public Governor Staff Governor</p> <p>Chief Nurse &amp; Director of Governance Chief Executive Officer Non-Executive Director Interim Medical Director Non-Executive Director Director of Organisational Transformation Non-Executive Director Director of Finance</p>
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**In Attendance:**

Tyrieana Long	Company Secretary (minutes)
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**1. Chair's Appraisal**

The meeting began with a closed session with Governors only. The Chair was not present for this item. Sir John Gieve, Deputy Chairman and Senior Independent Director provided an appraisal of the Chair based on information he had received from Board members. The Chair's appraisal was positive and the good performance of the Trust was acknowledged.

The Governors agreed that the assessment of the Chair was fair and balanced. A request was made for regular strategy updates at meetings and greater transparency with regard to strategic direction for clinical services.

## 2. Welcome and Introduction

The Chairman opened the meeting and welcomed all present. He introduced Dr Michael Gill who had joined the Trust as the interim Medical Director.

## 3. Apologies for absence

Apologies were received from:

Ayse Ahmet	Public Governor
Eric Cato	Public Governor
Suzanne Levy	Staff Governor
Hazel McKenzie	Public Governor
Mary Rose Thomson	Public Governor
Dylan Jones	Chief Operating Officer
Susan Osborne	Non-Executive Director
Vanni Treves	Non-Executive Director
Polly Weitzman	Non-Executive Director

## 4. Declaration of interests regarding items on the agenda

There were no declarations of interests.

## 5. Minutes of the previous meeting and matters arising

5.1 The minutes of the Council of Governors meeting held on 22 February 2018 were considered and **agreed** as a correct record.

5.2 The matters arising from the previous meeting were reviewed and verbal updates were provided on:

*ISS Staff Survey* – Daniel Waldron advised that ISS were willing to share their staff survey results with the Trust and agreed to provide a summary for the Governors. **Action: DW**

*Overseas visitors* – Jonathan Wilson confirmed that 64 patients had been billed for treatment in 2017.

*Hackney in-house newsletter* – John Bootes advised that communication opportunities were being explored with Hackney publications

*Hospital TV screens* – Tracey Fletcher advised that it was not possible to use the hospital TV screens as a means of communication because they could not be networked with existing computer systems.

## **6. Chief Executive's Report**

- 6.1 Tracey Fletcher introduced her report and highlighted:
- a) The recent CQC inspection and the work being done by the Trust to respond to 270 requests for information following the inspection visit. A series of staff focus groups were being held on 24 April and this was being followed by a Well-led assessment from 9-11 May 2018. No significant areas of concern had been raised by the CQC in the initial feedback session and the final report was expected in July 2018.
  - b) A Use of Resources Assessment by NHS Improvement on 15 May involving the senior executive team.
  - c) The additional pressures on the Trust in March owing to the cold weather, increased demand on beds and patients admitted with a high level of acuity, including patients with flu. The A&E target had not been met but the department continued to deliver a strong performance and remained the fourth best in the country.
  - d) The Outpatient Transformation Programme and work being done to speed up processes through the use of electronic notes, letters and voice recognition dictation.
  - e) The update regarding the recruitment of a Medical Director and Chief Nurse.
- 6.2 The Governors congratulated the A&E team for their continued high level of performance. Dr Mike Gill also paid tribute to the good patient flow within the hospital and acknowledged the work of all the teams in support of the emergency pathway.
- 6.3 In response to a question from Ben Hayhurst, Tracey Fletcher advised that there were no financial implications on the Trust's outturn position arising from the work of the East London Health and Care Partnership.
- 6.4 The Governors noted the confirmation of the pay award which was subject to a period of consultation. It was highlighted that the pay award deal for staff had not kept pace with inflation and that pay progression would be closely linked with appraisals, which could adversely impact on women taking career breaks.
- 6.5 The Council of Governors **noted** the Chief Executive's Report.

## **7. 2017/18 Quality Account Report**

7.1 Sheila Adam provided a progress update on the completion of the 2017/18 Quality Account Report which had been circulated to Governors. Comments had been received from Healthwatch and the CCG. The submission date was confirmed as 29 May. Governors were requested to email further comments to Sheila Adam.

## **8. Annual Accounts**

- 8.1 Jonathan Wilson presented the 2017/18 Year End Outturn Position. He confirmed:
- a) The 2017/18 outturn position of £7.154m surplus
  - b) The potential award of STF funding which would impact on the final position.
  - c) That cost savings of £10.1m had been delivered in year.
  - d) Capital expenditure of £8.8m
  - e) That the Annual Accounts would be submitted on 24 April.

## 8.2 The Governors:

- a) Welcomed the Trust's overall financial position.
- b) Noted that cost savings had been scrutinised by the Audit Committee and Board and had been delivered from a variety of sources including:
  - Improved medical productivity
  - Theatre list efficiencies
  - Non-recurrent savings
- c) Noted that the link between A&E performance and STF funding was likely to remain
- d) Noted that a capital plan was in place for 2018/19 and that capital had been set aside for critical items such as fire compartmentation and other general maintenance items.

8.3 The Council of Governors **noted** the 2017/18 Year End Outturn Position in advance of the submission of the Annual Accounts.

## 9. Staff Survey 2017

9.1 Daniel Waldron presented a summary report of the 2017 National Staff survey results which were published in March 2018 for 309 participating organisations. The Trust achieved a 50.4% response rate which was a reduction on last year (55.1%). The report provided the Trust's ranking when benchmarked against other combined acute and community trusts which were 43 in total.

### 9.2 The Governors:

- a) Noted the Trust's rating against other trusts for the 33 key findings.
- b) Noted a slight decline in the scores compared to the 2016 results
- c) Requested sight of the response rates by payband **Action: DW**
- d) Noted that the numbers of staff receiving appraisals was below the national average and that plans were in place to improve the appraisal process
- e) Noted that the BME position had not worsened and that an update on the Workforce Race Equality Standard (WRES) action plan would be considered at the 25 April Board meeting.

9.3 The Council of Governors noted the results of the 2017 Staff Survey.

## 10. Audit Committee Report

10.1 Martin Smith presented the summary report of the March 2018 Audit Committee. He highlighted:

- Internal Audit work which was on track and the receipt of the Head of Internal Audit Opinion
- Financial Performance and the Medium Term Financial Strategy

10.2 In response to questions Martin Smith confirmed that the Trust's cash position was good and that appropriate insurance was in place for clinical negligence claims. Governors noted the low level of counter fraud activity.

10.3 The Council of Governors **noted** the Audit Committee Report.

## **11. Nominations and Remuneration Committee Annual Report**

11.1 The Governors received the above report which was taken as read.

11.2 The Council of Governors **noted** the Nominations and Remuneration Committee Annual Report.

## **12. Evaluation of Non-Executive Directors**

12.1 The Governors received the Chairman's evaluation of the Non-Executive Directors (NED) in 2017/18 which included an assessment of the Board's performance as a whole. He advised that NED attendance at Governor meetings would also be reported.

12.2 The Council of Governors noted the Non-Executive Director Evaluation Report.

## **13. Membership Strategy**

13.1 Paul Ashton introduced the Membership Strategy which had been reviewed and updated by the Member Engagement and Communications Committee. The Strategy set out the key priorities and work activities to develop and increase the Trust's membership in terms of numbers and diversity.

13.2 The profile of the Hackney constituency was highlighted and the need to increase the numbers of male members, white British and young people to better reflect the local population. The Governors noted work being done with local groups to promote the Trust and attract members.

13.3 The Council of Governors **agreed to approve** the 2017-2020 Membership Strategy.

## **14. 2018 Governor Elections**

14.1 The Governors received confirmation of the terms of office due to expire in 2018 and an indicative timetable for the summer elections.

14.2 The Governors **noted** the 2018 Governor Election report.

## **15. Open Forum**

15.1 Chris Mullet asked about a job that had been advertised in the Pathology Department which had indicated a new service model. He also raised the issue of the lack of space in the department. Tracey Fletcher advised that nothing had been decided regarding the pathology service and the job description had been amended. She confirmed that Dylan Jones would update staff and discuss the lack of space outside of the meeting.

15.2 Stuart Maxwell asked for more information on the role of the overseas manager and the process in place for overseas visitors. Jonathan Wilson agreed to follow-up and organise a presentation. **Action: JW**

15.3 It was noted that no members of the public were present at the meeting. The Company Secretary advised that meetings were advertised on the Trust website and agreed to check that the generic members email address was still valid. **Action: TL**

## **16. Questions from Members of the Public**

16.1 There were no members of the public present.

**Council of Governors Action Log**

Date Arising	Action	Lead	By	Status
May 2018	ISS Staff Survey – Provide a summary of the results	DW	July 2018	See attached update.
May 2018	2017 Staff Survey – Provide a breakdown of the response rates by pay band	DW	July 2018	See attached update.
May 2018	Overseas visitors – Arrange a presentation on the role of the overseas visitors team	JW	July 2018	To be scheduled.
May 2018	Members Email address – check that the generic address is still valid	TL	July 2018	See attached update.