

Council of Governors Meeting Minutes, 18 July 2013

Prof. Sir Christopher Walter	Edwards	Chairman		CE
Chris	Balmford	Patient		WB
Christine	Birch	Patient		CBir
Nicky	Blewett	Public	Hammersmith and Fulham 2	CBLe
	Browne	Appointed	The Royal Marsden NHS Foundation Trust	NB
Anthony Alan	Cadman	Patient		ACa
Sam	Cleary	Patient		ACle
James	Culhane	Public	Hammersmith and Fulham 1	SC
	Dennis	Staff	Allied Health Professionals, Scientific and Technical	JD
Brian	Gazzard	Staff	Medical	BG
Anna	Hodson-Pressinger	Patient		AH-P
Melvyn	Jeremiah	Public	Westminster 2	MJ
Martin	Lewis	Public	Westminster 1	ML
Kathryn	Mangold	Staff	Nursing and Midwifery	KM
William	Marrash	Patient		WM
Susan	Maxwell	Patient		SM
Wendie	McWatters	Patient		WMC
Harry	Morgan	Public	Wandsworth 1	HM
Frances	Taylor	Appointed	Royal Borough of Kensington and Chelsea	FT
Maddy	Than	Staff	Support, Admin & Clerical	MT
Alison	While	Appointed	Kings College	AW
Charles	Steel	Patient		CS
Dominic	Clarke	Staff	Management	DC
Edward	Coolen	Public	Kensington and Chelsea 1	EC

IN ATTENDANCE:

Sir Geoffrey Mulcahy	Non-executive Director	GM
David Radbourne	Chief Operating Officer	DR
Tony Pritchard	Chief Nurse	TP
Rakesh Patel	Director of Finance	LB
Catherine Mooney	Director of Governance and Corporate Affairs	CM
Zoe Penn	Medical Director	ZP
Katie Drummond-Dunn	Communications Manager	KD-D
Layla Hawkins	Head of Communications and Marketing	LH
Vida Djelic	Foundation Trust Secretary	VD
Patricia Gani	Healthwatch representative	PG
Fleur Hansen	General Manager for CEO	FH
Carol McLaughlin	Financial Controller	CML
Ben Sheriff	Deloitte	BS
Tristan Hawkins	Chelsea and Westminster Hospital Charity, Art Director	TH

1 GENERAL BUSINESS

1.1 Welcome & Apologies

CE

CE noted some changes to posts. Cathy Mooney will now be focusing on quality as Director of Quality Assurance. Fleur Hansen will be interim Director of Corporate Affairs and Company Secretary.

CE welcomed Patricia Gani, Healthwatch representative and members of the public to the meeting.

Apologies were received from Tom Church, Jenny Higham, Cyril Nemeth, Sandra Smith-Gordon, Steve Worrall, Tony Bell, Lorraine Bewes, Sian Nelson, Sir John Baker and Karin Norman.

CE noted that Julie Armstrong, Staff Governor – Contracted Constituency resigned in June. This has created vacancy in the constituency Staff – Contracted.

1.2 Announcement of election results

CE

CE welcomed newly elected governors to the meeting. These were as follows:

- Chris Birch, patient governor – re-elected
- Dr Charles Steel, patient governor – due to an additional vacancy which arose in May the second highest polling candidate has been invited to fill in that seat and serve for a three-year term as agreed at 23 May Council of Governors meeting.
- Samantha Culhane, public governor – Hammersmith and Fulham Area 1 – re-elected unopposed
- Capt. Edward Coolen, public governor – Kensington and Chelsea Area 1 – elected
- Dominic Clarke, Staff Management – elected

CBir noted the disappointing number of votes for the highest polling candidate in the patient constituency. CE highlighted the importance of members involvement and governors' help with this.

1.3 Declaration of Interests

CE

None.

1.4 Minutes of Previous Meeting held on 23 May 2013

CE

Minutes of the previous meeting were accepted as a true and accurate record of the meeting with the changes provided by CE.

1.5 Matters Arising

CE

Role of PALS

TP noted that he had held useful discussions with staff, stakeholders and a

group of governors. This is work in progress.

Council of Governor Performance Evaluation Report

It was noted that no particular actions were identified to be taken forward.

Funding report

TP confirmed that the funding for My Life Reminiscence Software has been supported by the nursing department.

Mary Seacole plaque

FH noted that she will try to determine its current location and will update the governors.

1.6 Chairman's Report (oral)

CE

CE announced that the Council/Board Away Day will be held on 17 October 2013. It will focus on significant transactions and strategy. A venue will be confirmed in due course.

CE noted the FTGA/CQC report on working together with governors and highlighted that a meeting will be set up to discuss this.

CE noted that the CRB check letters have been sent to governors. ML queried the reasons for the FT Secretary facilitating this process. VD responded that HR felt it was the most appropriate for her to do it considering the fact that she knows the governors.

The Council of Governors noted the recent changes in the management posts.

CE noted that with respect to Tera Younger it was hoped that her family would come from the US and this should have coincided with the planned memorial service. Due to the fact that an inquest will not take place until later in the year and the family plans to visit the UK then it is being planned that the memorial service will be organised sooner.

1.7 Chief Executive's Report (oral)

DR

The Council of Governors noted that clinical teams from Royal Brompton Hospital and Chelsea and Westminster Hospital continue their detailed assessment for the management of paediatric patients.

1.8 Feedback from the April Board

CE

None.

2 ITEMS FOR DISCUSSION/DECISION/APPROVAL

2.1 Update on Board of Directors' Appointments

CE

CE noted an update on the recruitment process for the forthcoming Board of Directors appointments. The key steps were highlighted.

CE noted the importance of having a link at Board level with Imperial College however the search for a new non-executive director would be very limited if it was confined to members of the College. It was therefore proposed that Imperial College should be asked to nominate a senior member of the academic staff to be in attendance at the Board meetings. Professor Kitney has expressed interest in continuing in this role which will also allow him to complete the IM&T strategy work.

The Council of Governors noted the Board succession plan and the importance of Imperial College representation as outlined in the paper.

NB queried if the Non-executive Directors skill set and gaps could be circulated to governors.

CBle noted the importance of governors being assured that the recruitment process is run in accordance with the governance arrangements. CE confirmed that the recruitment process is in progress and whilst the self-assessment of skills and knowledge have been completed this will be considered by the Nominations Committee as part of the recruitment process. It was also confirmed that the gender, age and ethnic balance will be considered.

2.2 Presentation of Annual Accounts & Annual Report 2012/13

CML/CE

It was noted that the annual accounts were signed off by the Board on 28 May 2013.

A summary of the year end position was noted. The highlights include:

- Surplus of £13m
- Financial Risk Rating of 5
- The forecasted Cost Improvement Programme (CIP) achieved
- Strong balance position
- Capital expenditure of £16.8m

CE congratulated the finance team and the whole organisation on this excellent result.

It was noted that the current year will be challenging in part due to the issue with sexual health funding

BG queried if there is a formal mechanism for monitoring effect of the CIP on the quality of services and how quality is maintained considering the CIP targets on a year to year basis. It was noted that there is a quality risk assessment process for CIPs overseen jointly by the Director of Nursing and Medical Director to ensure that CIPs do not adversely affect the quality of services.

BG said governors would like to be assured that these have been considered and discussed thoroughly and asked if minutes were available. ZP said that she and the Director of Nursing went through the top value CIPs and determined if there was any impact they may have on the quality. Other CIPs are assessed by divisions under a similar process.

BG asked if a copy of minutes of the meetings at which the CIPs were considered could be circulated to the Quality Sub-Committee.

ZP

CE noted the importance of governors' involvement in various projects/work of C&W.

ML expressed a concern about being recently told by clinical staff of a restructure in the Women's, Children's HIV/GUM and Dermatology division which affected a number of senior posts. The governors' concerns about this restructure were noted.

2.3 External Auditors' Report on the Annual Accounts 2012/13 BS

Ben Sheriff from Deloitte presented the external audit report on the financial statements for 2012/13 financial year. He said that Deloitte had issued a clean unmodified opinion and there were no items they required to be reported by exception.

In response to a question from ML, BS responded that the Trust's financial statements showed that it was owed £7.5m by other NHS bodies and these are mainly payments from commissioners.

2.4 Findings and recommendations from the 2012/13 NHS Quality Report External Assurance Review BS

The Council of Governors noted the external assurance review of 2012/13 Quality Report by Deloitte. The audit includes a review of the content of the Quality Report and testing three performance indicators.

Deloitte has provided an opinion on *C.difficile* and 62 day cancer waiting times. The work on incidents resulting in severe harm or death identified some areas for improvement in relation to how data is collected.

CE confirmed that overall the external opinion is satisfactory.

2.5 Audit Committee Annual Report 2012/13 GM

GM said that the report has been circulated and he highlighted the key points. Internal audit is conducted by KPMG and external audit is conducted by Deloitte.

CE said that the Board's attention has been drawn to mandatory training. GM noted that whilst there was still further work needed on this, that there had been some improvement.

2.6 Membership Engagement and communication – update KD-D

This item was starred and therefore taken as read.

2.7 Membership Recruitment, Engagement and Communications Strategy 2013/14 TP

The strategy was agreed.

2.8 Annual Members' Meeting Proposal LH

LH outlined the proposal and highlighted the running order of presentations for the Annual Members' Meeting on 19 September.

The following themes were noted:

- Patient experience and quality- the statutory presentations will discuss the quality of care and experience we currently provide and our plans for 2013/14.
- Progress around Shaping a Healthier Future.
- The Dean Street Express facility - as an example of quality and provision of care and advice we provide to the diverse range of populations we serve.

The second clinical presentation will focus on how our research portfolio translates into better care and experience for patients.

LH invited governors to express interest in presenting at the Annual Members' Meeting. JD was nominated by ML after CBir had persuaded him to do it and he had agreed.

It was noted that the original footage of the official opening of the hospital will be played on the day to mark the 20th anniversary.

2.9 Musical entertainment and art in the hospital

TH

TH noted that the main area of priority for arts is patient areas and atrium spaces. The aim is to improve patient's experience during their visit to the Trust.

It was noted that the Chelsea and Westminster Health Charity attracts interest from musicians and artists all over the country.

In response to a question from WMW, TH confirmed that paintings on display in the hospital are not for sale but that occasionally limited print runs are produced for fundraising purposes.

In response to a question from ML, TH confirmed that hospital arts tours for patients and the public are available.

CE thanked TH for presenting to the governors.

2.10 Governors' Questions

A written response to the questions from governors was provided with the exception of questions from Chris Birch.

In response to a question regarding a commemoration for Jim Smith, FH said that the division had been looking into this with the St Stephen's Volunteers. Whilst the plaque has been located it specifically refers to the donation of an ice machine which was deemed an infection control risk. It has therefore been proposed to dedicate an art work in the kitchen area in memory of Jim and the

matron for Ron Johnson was looking at options with Hospital Arts. FH said she will follow this up.

In response to a question regarding the plans for official opening FH noted that Annie Lennox was approached in her capacity as HIV Ambassador for London and we are awaiting her response. The official opening has been planned for the end of the year.

In response to a question if it can be mentioned somewhere that the Ron Johnson ward replaces the old Thomas Macaulay ward FH responded that this will be looked into.

Motion

CBir

CBir moved a motion on the Council of Governors Standing Orders and asked that the Council of Governors elects three governors to review the Council of Governors Standing Orders, which were last reviewed on 20 September 2007, to suggest any changes felt necessary and to report back to the next meeting of the Council on 19 September.

FH informed the group that CM had advised her that the Council of Governors Standing Orders form an integral part of the current constitution and as per the work of the Constitution Review Task Force the plan is to review the constitution and once this has been completed the Standing Orders will be extracted from the Constitution and will form a separate piece of work.

CE suggested a Task and Finish Group be formed to consider an effective way of functioning of Council of Governors meetings and report back at the next Council meeting.

BG seconded the motion.

CE confirmed that the majority of governors voted in favour.

CE invited, in addition to CBir, other governors interested in joining the group to let VD know.

All

2.11 Funding Report

VD

This item was starred and therefore taken as read.

2.12 FTGA/NHS Confederation joint event - NEDs and Governors: How to build effective working relationships – 22 April 2013

SM

This item was starred and therefore taken as read.

2.13 Palliative Care

CBir/AH-P

CBir noted that the Liverpool Care Pathway has been in the news recently over the plans to phase it out.

It was noted that CBir and AH-P are members of the hospital's newly re-formed

End of Life Care Quality Improvement Group. The aim of the group is to improve the end of life care and the group would be developing individual care plans which would replace the LCP.

CE thanked CBir and AH-P for a very helpful paper.

2.14 Embedding Trust values – governors values/behaviours **TP**

It was noted that governors were involved in developing behaviours and this was endorsed by the Council of Governors Quality Sub-Committee in June. It was proposed that these behaviours are agreed and then incorporated in the Council of Governors Code of Conduct.

CE stressed the importance of both staff and governors adhering to the Trust values.

2.15 Francis Inquiry Report – update on progress **DR**

TP noted that the paper circulated presents an update following a series of listening events with staff and governors. Actions have been identified and subsequently linked to the recommendations from the report. It has been proposed that the action plan is taken to August Quality Committee with sign off in September. CE suggested involving governors in the process of devising the action plan. TP invited governors to participate.

2.16 Quality Awards **CE**

CE highlighted award winning quality initiatives.

The governors introduced the quality awards winners. These were:

- Respiratory Physiotherapy
- Women's and Men's Health Physiotherapy Team
- Nutrition and Dietetic Department Acute Team
- M@D project team lead by Pharmacy
- The Domestic Abuse Team

It was noted that staff, both clinical and non-clinical, should be encouraged to apply for autumn awards. These should be widely publicised. **LH to ensure wide publicity.** **LH**

2.17 Quality Sub-Committee report **CM**

This item was starred and therefore taken as read.

2.18 Membership Sub-Committee report **ML**

This item was starred and therefore taken as read.

2.19 Membership Report **TD**

This item was starred and therefore taken as read.

2.20 Open Day 11 May 2013 – Evaluation Report

KD-D

This item was starred and therefore taken as read.

3 ITEMS FOR INFORMATION

Noted.

4 ANY OTHER BUSINESS

CE

ML queried if an informal meeting between Non-executive Directors and governors could be arranged.

ML recorded the Council's thanks to Cathy Mooney and noted that she has been very helpful in keeping governors both involved and informed. He hoped that this will continue with a new Director of Corporate Affairs.

MJ noted that governors should to be more involved throughout the strategic process rather than just approving papers when the process reached its final stage. Providing information late may not give them confidence that the process has been satisfied at all stages and therefore they may on occasions decide to refuse to accept a proposal for approval. It was felt that the Away Day in October is some time to go and things need to move sooner. CE reaffirmed a point made earlier in the meeting that the Trust is considering ways of greater involvement of governors. It was noted that FH would look at this.

Regarding the Away Day, CE confirmed that significant transactions will be facilitated in the morning and the strategy update will be held in the afternoon.

5 DATE OF THE NEXT MEETING

The next meeting of the Council of Governors will be held on 19 September 2013.