

**MINUTES OF THE COUNCIL OF GOVERNORS MEETING OF SOUTH STAFFORDSHIRE AND SHROPSHIRE HEALTHCARE NHS FOUNDATION TRUST HELD ON WEDNESDAY 24<sup>TH</sup> JULY 2013 AT 6.15PM AT THE LEARNING CENTRE, STAFFORD**

ENCLOSURE 1

**29/13 PRESENT:**

Steve Jones	Chair
Michael Allen	Public/Service User/Carer Governor (South Staffs)
Karl Bailey	Public/Service User Carer (Shropshire)
Ravi Bhakhri	Public/Service User/Carer Governor (South Staffs)
Jackie Boyle	Public/Service User/Carer Governor (Shropshire)
Peter Cross	Public/Service User/Carer Governor (South Staffs)
Cllr Arnold England	Partner
Frances Carlin	Public (South Staffs)
Steve Morris	Public/Service User/Carer Governor (South Staffs)
Jurai Darongkamas	Staff Governor (Clinical Support)
Enrique Mateu	Public/Service User/Carer Governor (South Staffs)
Steve Riddle	Public/Service User/Carer Governor (South Staffs)
Councillor Simon Jones	Partner
Bridie Oakes-Richards	Partner
Tony Price	Partner/Deputy Chair and Lead Governor
Robin Harvey	Public/Service User/Carer Governor (Shropshire)
Monica Hall	Public/Service User/Carer Governor (North Staffordshire)
Hilary Jones	Partner
Katy Morris	Staff Governor (Non-Clinical Support)
Pauline Pearsall	Public/Service User/Carer Governor (South Staffs)
Graham Riley	Public/Service User/Carer Governor (Shropshire)
Janet Smith	Public/Service User/Carer Governor (Regional/National)
Terry Downes	Partner
Fran Virden	Staff Governor (AHP)
Dave Gill	Public/Service User/Carer Governor (Shropshire)
Mac Cock	Partner
Lois Dale	Public/Service User/Carer Governor (Shropshire)
Colin Wilkinson	Public/Service User/Carer Governor (South Staffs)
Lilian Owens	Partner

**30/13 IN ATTENDANCE:**

Jayne Deaville	Director of Finance and Performance
Neil Carr	Chief Executive
Jane Landick	Company Secretary
Sue Nixon	Non Executive Director
Phoebe Wickens	Membership Co-ordinator
Liz Nicholson	Non Executive Director
Lesley Crawford	Divisional Director (Mental Health)
Alison Bussey	Divisional Director (Specialist Services)

Rosy Crehan	Executive Pro Vice Chancellor, Staffordshire University
Roger Craven	Non Executive Director
Ron Hilton	Vice Chair (Non Executive Director)
Dr Abid Khan	Deputy Medical Director
Dr Jay Srinivas	Associate Medical Director
Steve Grange	Director of Business Development
Therèsa Moyes	Director of Quality and Clinical Performance
Jessica Kent	Arts for Health Co-ordinator
Andrew Hughes	Project Manager, Right Services Right Place

### **31/13 APOLOGIES:**

Yvonne May	Public/Service User/Carer Governor (Shropshire)
Maha El-Nadeef	Staff Governor (Medical)
Mark Tandy	Staff Governor (Nursing)
Nick Maslen	Partner

### **32/13 WELCOME**

Steve Jones opened the meeting by welcoming all Governors, the evening's speakers and all others present including members, Executive and Non-Executive Directors and staff. Partner Governors Hilary Jones (Staffordshire University) and Paul Taylor (Telford and Wrekin Council) were thanked for their commitment to the Trust during their terms of office and their replacements, Rosy Crehan, Executive Pro Vice Chancellor, Staffordshire University and Councillor Arnold England, Telford and Wrekin Council were welcomed to the meeting and to the Trust. It was noted that the new Partner Governor for Staffordshire County Council had been confirmed as Councillor Robert Marshall. Steve Jones also confirmed the results of the elections to the Council of Governors and was pleased to welcome back Lois Dale (Shropshire/T&W) and Enrique Mateu (South Staffordshire) who had both been re-elected. Newly elected staff governors were confirmed as Dr Rana Hussain (Medical) and Mark Cardwell (Social Care), both of whom would take up office following the Annual Members' Meeting.

### **33/13 MINUTES**

The minutes of the Council of Governors Meeting held on 17<sup>th</sup> April 2013 were agreed as a true and accurate record of the meeting.

### **34/13 MATTERS ARISING**

The following matters arising were noted:

<b>Page</b>	<b>Item</b>	<b>Action</b>
3	ESR Review meeting	Review meeting taking place on 19 <sup>th</sup> August 2013.
6	Circulation of Department of Health submission on Trust actions regarding the Francis Report	Submission not due until later in the year, at which point it will be circulated.
7	Nomination of Governor Member	Jackie Boyle. Wayne Kirkham to

	ambassador for the Veterans Network	arrange an initial meeting to discuss implementation
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### **35/13 LEAD GOVERNOR REPORT**

Tony Price presented the report, having first added his thanks and welcomes to the new and departing governors. Summary reports were received and noted for the following committees and sub groups and additional comment was provided by Chairs as detailed. It was noted that the full minutes for the meetings detailed were available from the Membership Office and could also be found on the governor sector of the Trust website.

**a) Performance and Assurance Engagement Group:**

The summary reports of the meetings held on 4<sup>th</sup> April 2013 and 2<sup>nd</sup> July 2013 were received. Tony Price advised that the group had received and agreed assurances with respect to the Trust's performance and had reviewed the Francis themes surrounding the use of information and improving learning from complaints and serious incidents. It was noted that the next meeting would review the Francis theme of values based recruiting. The August meeting would also be reviewing the ESR visit themes and matter arising from recent CQC visits. It was noted that briefings on RIO, the new clinical information system were scheduled for Monday 29<sup>th</sup> July 2013 in Telford and were open to governors to attend.

**b) Strategic Direction Engagement Group**

The summary reports of the meetings held on 7<sup>th</sup> May 2013 and 9<sup>th</sup> July 2013 were received.

**c) Service User and Carer Committee Update**

The summary report of the patient stories received at the Service User and Carer Celebration day held on 13<sup>th</sup> June 2013 was received. Sue Nixon advised that the Board and the sub committee had been exploring a range of ways to enable service users and carers to share and communicate their stories and experiences and that a report was scheduled to be presented to the Board in October/November 2013, which would test out that Trust's first value, to provide assurance that we are acting in accordance with it.

**d) Steering Group**

The summary report of the meeting held on 6<sup>th</sup> June 2013 was received.

**e) Community Engagement Group**

The summary report of the meeting held on 9<sup>th</sup> May 2013 was received.

**f) Board Meetings**

The summary reports of meetings held on 28<sup>th</sup> March 2013, 25<sup>th</sup> April 2013, 29<sup>th</sup> May 2013 and 27<sup>th</sup> June 2013 were received. Steve Jones reiterated the opportunity for governors to attend the public Board meetings at any time and the particular benefits of attending as part of a new governor induction programme.

## **g) Other Issues**

### **Chair Appraisal and Council of Governors Self Assessment Questionnaires:**

Tony Price reminded Governors to complete and return these questionnaires by the notified deadline

**Action:** Return of questionnaires (All)

**PLACE Visits:** Tony Prince thanked all the governors who had been involved. Robin Harvey advised that the Facilities and Estates Department were holding a feedback meeting on the outcomes from the visits on 28<sup>th</sup> August 2013. Interested governors were asked to contact the Membership Office for further details if they wished to attend.

**Monitor Panel For Govenors:** Tony Price advised that the Monitor Panel was now operational and that Jane Landick was a Panel member. He emphasised that the Panel's remit was to consider constitutional breaches by Trusts and that there was an expectation that attempts would be made to attempt to resolve issues internally before referral to the Panel. The Monitor website was noted to have further details and documentation available.

**Governor Development Programme:** It was noted that Tony Price and Michael Allen had attended one of the Foundation Trust Network Governor Development events (Governwell) which had been circulated to governors. Tony Price advised that notes from the day were being typed up for circulation and that there were some useful sessions which would help inform the Trust governor development programme. Michael Allen also reported on an event hosted by Lincoln Partnership NHS Foundation Trust which he had attended recently and which had included presentations from Monitor, the Care Quality Commission and workshop sessions which had been facilitated by governors.

**Action:** Circulation of feedback from Governwell event (Membership Office)

**Allied Health Professionals (AHP) Report:** The report from Fran Virden was received and noted.

### **36/13 RIGHT SERVICES RIGHT PLACE**

Andrew Hughes attended the meeting and presented his report which had been circulated immediately prior to the meeting. He advised that the report set out the principles to guide the next stage of the project and emphasised that the consultation process would continue to engage all stakeholders. The next steps were the identification of the priorities for the coming weeks and months. Lois Dale commented that she welcomed the report, commended the focus on rural communities and urged the Trust to take advantage of the wealth of national research and evidence available to support the ongoing project. Andrew Hughes commented that it was important to see the project as being as much about organisational development and new ways of working as it was about buildings. Fran Virden commented that it was a very readable and balanced report highlighting the positive as well as the negative guiding principles. Tony Price emphasised the focus on service provision needs leading building design and

location and Peter Cross cautioned against too much downsizing and the need to take into account future service need in the context of the Trust's business growth strategy. Katy Morris commended the methodology used to conduct the consultation which she described as refreshing, accessible and engaging and also expressed the hope that this would be continued into the next phase. In response to a question from Jackie Boyle about constraints arising from the length of leases. Jayne Deaville advised that the whole project was likely to take up to five years to conclude and that there were usually break clauses in lease agreements which would enable these issues to be effectively planned for and managed but that the length of leases would not necessarily need to be the driver for planning and setting priorities. Cllr Arnold England emphasised the benefits of multiple uses of single sites including out of hours and weekend uses, which was acknowledged by Andrew Hughes, who commented that in evaluating these options it was important to ensure that there was a good fit of the agencies and teams that occupied the site or building. In response to a question from Robin Harvey about the next steps and the reference in the previous minutes to the establishment of a working group, Neil Carr suggested that this would be taken forward by Jon Meigh, Director of Facilities and Estates and was likely to involve a wider working group or groups of key stakeholders including governors. The Council of Governors formally approved the themes and principles that have emerged from the consultation as described in the report.

### **37/13 CHIEF EXECUTIVE'S ENVIRONMENTAL SCAN**

- a) **Local Health Economy Update:** Neil Carr described the stressed local health economy with significant issues challenging the local acute trusts and the tough funding decisions facing Clinical Commissioning Groups. He highlighted the onus on the Trust to work as an effective partner within the health economy citing the Rapid, Assessment, Interface and Discharge (RAID) services provided by the Trust to support the mental health needs of patients in their journey through Accident and Emergency Departments. He also stressed the need for the Trust to promote and engage in ensuring joined up thinking between health and social care and the avoidance of 'salami slicing' with the inevitable impacts on reducing quality of care.
- b) **Care Quality Commission (CQC):** Neil Carr referred to the appointment of Sir Mike Richards as the Chief Inspector of Hospitals and his commitment through a letter to Foundation Trust governors to ensure communication and engagement with governors. In this context, governors were encouraged to take note of current and future CQC consultations on the future of their inspection regime and to contribute and comment where they felt appropriate. He advised that the Trust responses to the consultations were being co-ordinated by Therèsa Moyes. It was suggested that the consultations on the CQC inspection regime would represent a useful topic for debate at the next Performance and Assurance Engagement group meeting. In the context of the Trust, Neil Carr advised that five CQC visits to Trust wards had taken place over the past few weeks some of which were Mental Health Act Visits and others being compliance visits assessing compliance with essential standards and that although some issues had been raised, the Trust had been confirmed as compliant overall.

- c) **RIO Implementation:** Jayne Deaville advised that the pilot implementation in the east of the Trust had gone well and that the roll out plan would see the majority of the Trust going live by the end of August 2013, prior to implementation outside of Staffordshire and Shropshire during September 2013. She advised that £2.5m had been invested in mobile technology to support the use of the new system by staff in the community and that going forward it would be important to realise the benefits for patients and staff. To this end, governors were invited to ask questions to evaluate this as part of their visit programmes and relevant meetings.

**Action:** Future PAG agenda items relating to CQC inspection regime and RIO Benefits Realisation (TP/Membership Office)

- d) **Combined Healthcare:** Neil Carr advised that the NHS Trust Development Authority which had responsibility for determining the future of NHS Trusts, was currently engaging with Combined Healthcare with respect to a decision on its disposal by acquisition. He advised that the outcome was likely to be national competition amongst organisations identified as eligible to acquire the services and that this was likely towards the end of 2013. He confirmed that he firmly believed the acquisition to be in the best interest of the Trust but more importantly for the people of Staffordshire and that for the Trust, it would represent a significant transaction. To this end, a due diligence exercise would be likely to be required between February and April 2014 with the earliest date for the acquisition being August 2014, but more likely, the winter of 2014/15. Neil Carr highlighted the potential risk for the quality of services to diminish during the intervening time in light of staff morale and recruitment difficulties and the benefits of a fast track process, which would nevertheless need to be robust and thorough. He recommended that through the Strategic Direction Engagement Group, that Governors should begin to actively debate the case for acquisition in order to be in a position to mandate the Board to drive forward at the appropriate time.

e) **Governor Questions:**

- In response to a comment from Fran Virden about the increased focus on learning disability services which Neil Carr referred to in his briefing and the reasons for this, Neil Carr highlighted the report which came out in May 2012 which had highlighted significant issues with respect to the commissioning of learning disability services and the increasing recognition that this needed to be addressed locally. Alison Bussey confirmed that the development of learning disability services was a top priority for the Specialist Services Division.
- In response to a question from Monica Hall, Jayne Deaville confirmed that she would welcome feedback on RIO based on intelligence gathered through the Essential Standards Review visits.
- Peter Cross commented on the importance of ensuring resource and capacity within the Trust as key executive directors' time was released to focus on the potential acquisition of Combined Healthcare. Neil Carr confirmed that this was being kept under review.

- In response to a question from Robin Harvey about the pilot which had commenced in Telford and Wrekin surrounding support for individuals with Autistic Spectrum Disorder (ASD), Neil Carr noted the name of the contact for this service and agreed that contact would be made by the Divisional Director for Mental Health and the Service Lead for Shropshire. He also expressed the hope that such a service could be sustained and expanded into Shropshire. Neil Carr and Dr Abid Khan also outlined discussions to date with commissioners with respect to the provision of services to this client group into the future and expressed the hope that the new commissioning lead appointed for Shropshire who was a former Trust employee, would signal progress.

**Action:** Contact to be made with Telford & Wrekin ASD service (LC)

### **38/13 ARTS FOR HEALTH**

Jessica Kent, Arts for Health Co-ordinator gave a presentation on her work with the Trust and the key aims which were to use arts to contribute to a lively and stimulating atmosphere for service users and staff, to engage in Partnership projects that engage the wider community with the work and values of the Trust, to create environment and buildings projects that enhance the healthcare environment and to establish strong links with external arts professionals and meaningful partnerships with external funders. In response to a question from Monica Hall, Jessica Kent outlined a examples of how drama had been used to engage service users in story telling and advised that some of this work was accessible on YouTube and would be showcased at the Annual General Meeting. Monica Hall advised that she would be keen to be involved in her role as a Creative Arts Therapist in any future projects and agreed to share her contact details with Jessica Kent.

### **39/13 CLINICAL SNAPSHOTS: SPECIALIST SERVICES DIVISION**

Alison Bussey gave a presentation on the highlights, challenges and priorities for the future for the Division. In response to a question from Monica Hall about the transition between childrens' and adult mental health services, she advised that transition protocols were in place but there were recognised gaps in particularly areas such as Autistic Spectrum Disorder which were the subject of discussion both with commissioners and colleagues in the Mental Health Division.

### **40/13 NOMINATIONS COMMITTEE**

All those with the exception of Governor Members, the Chairman, Roger Craven and the Company Secretary left the meeting.

Steve Jones invited Lead Governor Tony Price to present the paper. Tony Price outlined the robust process that had been followed and invited Roger Craven who had acted as internal expert assessor to the Panel to comment on the recommended appointment. Roger Craven summarised the credentials of the recommended candidate, Marina McQuade, whose background was in internal audit and who he was confident would deploy the required skills in chairing the

Finance and Performance and Audit Committees, in holding the Executive Directors to account and in working effectively with Governor Members. In response to a question from Michael Allen about whether consideration would be given to a change in recruitment consultants used next time, which it was noted would be likely to be the appointment of the Chairman, Jane Landick advised that the Trust's Standing Financial Instructions required quotations to be obtained for this work and that it was likely that a selection process would be used to enable the Nominations Committee to identify the best option. She also confirmed that the Trust had not been charged a fee for the previous recruitment campaign which had failed to identify an appointable candidate. The Council of Governors noted and received the minutes of the Nominations Committee meetings held on 7<sup>th</sup> May 2013 (longlisting), 28<sup>th</sup> May 2013 (shortlisting) and 4<sup>th</sup> June 2013 (interviews) and formally approved the recommendation of the Nominations Committee with respect to the appointment of Marina McQuade as Non Executive Director and Audit Chair for a three year term of office from 1<sup>st</sup> August 2013 to 31<sup>st</sup> July 2016. It was also noted that in the light of the above appointment, Roger Craven would cease to be a Non Executive Director on the Trust on 31<sup>st</sup> July 2013 on behalf of the Council of Governors, Tony Price and Steve Jones recorded the appreciation of the Council of Governors for his many years of service.

#### **41/13 ANY OTHER BUSINESS**

- a) **Holding Non Executive Directors to Account:** Fran Virden referred to John Coutts' presentation at the Joint Meeting with the Board of Directors and asked how the work to demonstrate how Governors hold Non Executive Directors to account would be taken forward. Tony Price advised that he would initially discuss this with governors to assess the extent to which this happened already but also to review other options and opportunities to do. Steve Jones outlined examples of current measures including the Engagement Groups, the attendance of governors members at Board meetings and through the Chair and Non Executive Director appraisal process, It was agreed that discussion would also take place at the Steering Group taking into examples of further good practice from other Trusts and Monitor and CQC feedback and consultations, to enable a report and recommendations to the Annual Members' Meeting. Roger Craven suggested that there would be value in using different terminology to describe "holding non executive directors to account" to illustrate the development of close working relationships and partnership working.

**Action:** Governor feedback (TP), Initial Meeting (TP/SJ/JL/JS); Steering Group agenda (SJ); Council of Governors (September 2013)

- b) **Draft strategy for working with people with difficulties consistent with a diagnosis of personality disorder:** Steve Jones advised that that the Trust's draft strategy for working with people with difficulties consistent with a diagnosis of personality disorders which was being led by Jurai Darongkamas, Consultant Clinical Psychologist and Staff Governor was available for consultation until the end of August 2013 via the Trust website at <http://www.southstaffsandshropshealthcareft.nhs.uk/Work/Policies-Procedures-and-Strategies/Default/General-Information.aspx> where there



was also a questionnaire to facilitate the process of responding to the consultation.

**42/13 DATE OF NEXT MEETING**

Wednesday 11<sup>th</sup> September 2013 in the Learning Centre, St George's Hospital, Stafford.