

MINUTES OF COUNCIL OF GOVERNORS' MEETING – PUBLIC SESSION

Wednesday 9th March 2016, 2pm
Sunley Management Centre, University of Northampton, Northampton

Present	Designation
Paul Bertin	Chairman
Maureen Shram	Public governor – Kettering & Corby
Brenda McCraith	Public governor – Kettering & Corby
Michael Darling	Public governor – Daventry & South Northants
Anthony Bagot-Webb	Public governor – Daventry & South Northants
Gail Sutherland	Public governor – Northampton
Roger Webb	Public governor – Northampton
Des Savage	Public governor – Northampton
Hector Graham	Public governor – Wellingborough & East Northants
Janet Hathaway	Public governor – Wellingborough & East Northants
John Walker	Public governor – Wellingborough & East Northants
Tony Locock	Adult Service User governor
Dennis Holland	Adult Service User governor
Carol Thorne-Smith	Older Service User Governor
Beverley Sturdgess	Adult Service User governor
Sandra Bemrose	Carer Governor
Priscilla Brown	Carer Governor
Suzanne Johnson	Staff governor – Non Clinical
Alex Scott	Staff governor – Registered Nurses
Cllr Judy Shephard	Partner governor – Northamptonshire County Council
Cllr Rosemary Herring	Partner governor – Borough and District Councils
John Turnbull	Partner governor – University of Northampton
Jane Carr	Partner governor – Voluntary Impact Northamptonshire
Steven Brooks	Partner governor – Northamptonshire Rights & Equality Council
Liam Condon	Partner governor – Age UK Northamptonshire

In attendance	Designation
Angela Hillery	Chief Executive
Richard McKendrick	Chief Operating Officer
Sushel Ohri	Non-Executive Director
Alistair Watson	Non-Executive Director
Bev Messinger	Non-Executive Director
Paul Martin	Deputy Director, Corporate Affairs
Tracey Davies	Corporate Affairs Manager
Phillipa Hunt	Assistant Manager - Public Sector and Healthcare KPMG (part meeting)
Brian Lawrence	Foundation Trust Member

Minute	Agenda Topic and Discussion
COG16-14	1. Chairman's Introduction and welcome
COG16-14a	The Chairman opened the meeting and welcomed all present.

COG16-14b	<p><u>Apologies for absence</u></p> <p>Apologies were received from:</p> <table border="1"> <tr> <td>Joe Sims</td> <td>Public governor – Kettering & Corby</td> </tr> <tr> <td>Katherine Deaville</td> <td>Public governor – Daventry & South Northants</td> </tr> <tr> <td>Hummad Anwar</td> <td>Younger Service User Governor</td> </tr> <tr> <td>Colin Russell</td> <td>Adult Service User governor</td> </tr> <tr> <td>William Miller</td> <td>Adult Service User governor</td> </tr> <tr> <td>Kevin Boyce</td> <td>Adult Service User governor</td> </tr> <tr> <td>Alan Devenish</td> <td>Carer Governor</td> </tr> <tr> <td>Nick Mann</td> <td>Staff governor – Doctors & Dentists</td> </tr> <tr> <td>Jacquie Gowans</td> <td>Staff governor – Other Clinical</td> </tr> <tr> <td>DCC Andy Frost</td> <td>Partner governor – Criminal Justice services</td> </tr> <tr> <td>Moira Ingham</td> <td>Non-Executive Director</td> </tr> <tr> <td>Richard Walton</td> <td>Senior Manager KPMG</td> </tr> </table>	Joe Sims	Public governor – Kettering & Corby	Katherine Deaville	Public governor – Daventry & South Northants	Hummad Anwar	Younger Service User Governor	Colin Russell	Adult Service User governor	William Miller	Adult Service User governor	Kevin Boyce	Adult Service User governor	Alan Devenish	Carer Governor	Nick Mann	Staff governor – Doctors & Dentists	Jacquie Gowans	Staff governor – Other Clinical	DCC Andy Frost	Partner governor – Criminal Justice services	Moira Ingham	Non-Executive Director	Richard Walton	Senior Manager KPMG
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COG16-15	<p>2. Declaration of Interests</p> <p>There were no Declarations of Interest made.</p>																								
COG16-16	<p>3. Governor Membership Update</p> <p>There were no updates to note.</p>																								
COG16-17	<p>4. Minutes of previous meeting held on 7th January 2016</p>																								
COG16-17a	The minutes of the previous meeting held on 7 th January 2016 were agreed as a true record of the meeting.																								
COG16-17b	<p><u>Matters arising from the minutes</u></p> <p>It was noted Priscilla Brown had received a response in relation to the Berrywood Shop.</p>																								
COG16-18	<p><u>For Discussion and Debate</u></p> <p>5. Environmental update from Governors</p>																								
COG16-18a	Michael Darling summarised the topics that had been discussed in the Governors’ pre-meet in advance of this meeting, which included:																								
COG16-18b	Concerns around the potentially restructuring of South Northants Councils and how this may impact on the Trust.																								
COG16-18c	Issues noted around the Community Interest Company, however it was noted there is a Governor and Member Event planned on this subject for 24 th March.																								
COG16-18d	Issues raised around commissioning for the mental health services around Wansford and Oundle.																								
COG16-19	<p>6. Chief Executive’s Report</p>																								
COG16-19a	Angela Hillery, Chief Executive, briefed the Council on a range of current issues, including the																								

	development of the Northamptonshire Sustainability and Transformation Plan (STP), the Trust's financial position and challenges, and the Trust's staff survey results.
COG16-19b	Performance and governance: Angela noted that the Quarter 3 position remained the same as the previous quarter. However, it was explained the Trust had missed the six weeks access target on the Improved Access to Psychological Therapies (IAPT). Angela noted this is a typical position nationally. It was noted 75% of patients are being seen within 8 week. It was noted the finances remained challenging and Monitor had recently issued the Trust with a Control Target.
COG16-19c	Community Interest Company (CIC): Noted, as above, there is to be a Governor and Member event to be held on 24 th March.
COG16-19d	Northamptonshire Health and Wellbeing Board: Angela noted she expects the health and wellbeing strategy to be adopted.
COG16-19e	Staff Survey Results: Angela reported the results were a good outcome and there had been an improvement in the results from the previous year.
COG16-19f	CQC Action Plan: Angela noted there that the action plan was being proactively managed focussing on all quality indicators. The upgrade of the seclusion room at Berrywood Hospital was highlighted.
COG16-19g	NHS Shared Planning Guidance: Angela reported there is now a planning forum which regularly meets. The Sustainability and Transformation Plan (STP) will be for Northamptonshire, it is not about individual organisations but about population health. The timescale for the completion of the STP is June 2016. It was noted some mental health standards are included.
COG16-19h	Junior Doctors Industrial Action: It was noted, due to the nature of the Trust that the action had had limited impact to date.
COG16-19i	Agency spending: Angela reported that all trusts had targets set on this item and Chris Oakes (Director of HR and Organisational Development) will be leading on this for the Trust.
COG16-19j	Freedom to Speak up Review: Since the report was produced Dame Eileen Sills has since resigned from her position. Angela highlighted a league table of 'learning from mistakes' has just been published. NHFT is ranked 56 out of 230. Roger Webb queried how this sits with other similar trusts and Richard McKendrick (Chief Operating Officer) reported the Trust's position was better than many similar trusts. Dennis Holland queried where Cambridgeshire and Peterborough sat compared to NHFT. Action: Richard McKendrick to provide the information requested by Dennis and also to share the link with Governors and Non-Executive Directors.
COG16-19k	Michael Darling had a few queries regarding the staff survey, particularly around appraisals. Angela said that that the number of appraisals taking place will need to increase but also the quality is also important. A further query was asked from governors about the Living Wage, it was confirmed this only applies to the lowest banded staff. The grades and bandings are determined nationally under Agenda for Change. It was confirmed the Living Wage is built into financial plans.
COG16-19l	Steven Brooks queried if the Trust felt it was an organisational risk if Junior Doctors were to leave NHS employment over the new contracts. It was noted this is a concern but there is no immediate evidence of this being an issue for NHFT.
COG16-20	7. Council of Governors Effectiveness Review: Results Phillipa Hunt from KPMG was present for this item and presented the results.
COG16-20a	It was noted there was a lot of 'green' areas. The reds areas (of which there were three) are related to

	<p>'representing member and public interests' which were:</p> <ul style="list-style-type: none"> - Governors had drop in sessions for members of the public - Governors update the Governor pages of the FT website after every Council meeting - Governors publish a newsletter <p>COG16-20b It was noted the final two of these points are also 'red' nationally. It was noted the benchmarking evidence showed NHFT was green in more areas than the national average.</p> <p>COG16-20c Jane Carr queried if any of the Governor sub groups are responsible for representing member and public interests. Paul Martin confirmed this falls under the responsibility of the Membership and Governance Governor Sub Group.</p> <p>COG16-20d Paul Martin also noted the way the questions were worded may have influenced the outcome. For example the Trust does have a Membership Bulletin which Governors can contribute to, although it could be considered that Governors could have more input. Tracey Davies noted the wording question on the website updates may also have influenced results. She noted the FT Office is responsible for updating the website content and not governors directly. Action: To refer the 'red' areas to the Membership and Governance Group and ask them to action these areas with a report back to full Council.</p> <p>COG16-20e It was noted there had been roughly 50% response rate form Governors, which KPMG advised is a good response rate overall.</p>
<p>COG16-21</p> <p>COG16-21a</p> <p>COG16-21b</p> <p>COG16-21c</p> <p>COG16-21d</p>	<p>8. Reports from Sub Groups – verbal briefings on key issues</p> <p>The Council received verbal reports from Sub Group Chairs. Key headlines included:</p> <ul style="list-style-type: none"> • Chairs Sub Group: The group discussed the Non-Executive Director and Chair Recruitment Process and set the agenda for the next Council of Governors meeting. It was also agreed Michael Darling would present the work of the Corporate Assessment Group to the March Board of Directors meeting. The size and composition of the Council of Governors was discussed and it was agreed to initially refer this to the Membership and Governance sub group. Paul Bertin also highlighted a proposal to hold the Chair and Vice Chair elections for sub groups every two year (instead of annually). The Governors requested more time to reach a conclusion on this. Tony Locock requested if the Chairs Sub Group minutes could be circulated to all Governors. Action: To refer the Chair and Vice Chair elections back to the Membership and Governance sub group with the discussion reported back to Council. Paul Bertin to consider the request for the Chairs Sub Group to be circulated more widely. • Patient Safety and Experience Sub Group: The main item discussed is to be discussed at the following private session of today's meeting. Other items discussed included governors reporting back on ward catering and highlighting the impact of government set sugar targets. This issue will be discussed further at the July meeting alongside School Nursing. The CQC Action Plan was reviewed. The meeting on 15th March will look at the Children's Referral Management Centre. • Finance Planning and Performance Sub Group: The last meeting held was a joint session with members of the Patient Safety and Experience to discuss Performance Standards, the group was assured good processes were in place. Discussion was held on Trust finances, with some concerns raised about using reserves. Issues also raised on the Prison contracts and cost of providing the services. • Staff and Resources Sub Group: Alex Scott provided the group with a Staff Side update, and concerns were raised on how the Section 136 provision was commissioned. Jackie Gowans received a response to the issue raised at the January Council of Governors meeting. It was noted the job advert had now been expanded to other clinicians. The group received an update on the Community Nursing Project, issues highlighted with the Dell tablets and training

COG16-21e	<p>provided.</p> <ul style="list-style-type: none"> • Membership and Governance Sub Group: Issues raised on the Community interest Company. Governors Mandatory Training was discussed, the group agreed all governors should complete their mandatory training by the end of September. Issues around non compliance of mandatory training and Governor Code of Conduct were discussed. Issues were raised about the Trust's Communications strategy. It was noted membership recruitment will only be done in house for 16/17, with no use of additional external capacity; the membership target has been lowered to reflect this. Governors also expressed some issues about how they hold the Non-Executive Directors to account and suggested more joint service area visits may help this process.
COG16-21f	<ul style="list-style-type: none"> • Nominations and Remuneration Committee: The appointment of two new Non-Executive Directors was discussed as well as the process for the Chair recruitment, which will commence in May. One recommendation to be made on the Non-Executive Directors post and one recommendation made to consider the recruitment process again for the 2nd post. The idea of Associate Non-Executive Directors was also discussed.
COG16-21g	<ul style="list-style-type: none"> • Corporate Assessment Group: Board papers discussed and the group felt assured of the decisions made by the Board of Directors.
COG16-22	9. Endorsement of appointment of a Non-Executive Director
COG16-22a	A report was produced for Governors (taken in the earlier private session) which confirmed a robust recruitment process was undertaken and the recommendation was for Bruce Minty to replace Rob Peto from 1 st April 2016. The group agreed to this appointment.
COG16-22b	The Council also agreed for the recruitment to 2 nd Non Executive post to be progressed and the recruitment process to be undertaken at the same time as the Chair recruitment.
COG16-23	10. Any Other Business
COG16-23a	Hector Graham wanted to thank other Governors and Trust staff for their support while he had been recovering from a recent operation.
COG16-23b	Paul Bertin reminded all Governors about the Community Interest Company briefing on 24 th March. Action: FT Office to re-send the details of the briefing.
COG16-24	11. Next Meeting
	Thursday 5 th May 2016, 2pm, Corn Market Hall, London Road, Kettering.