

COUNCIL OF GOVERNORS MEETING – PUBLIC SESSION

Tuesday 14th January 2014, 10am

**Lakeside Room, Kettering Conference Centre, Thurston Drive,
Kettering, NN15 6PB**

Minutes

Present	Designation
Paul Bertin	Chairman
Maureen Shram	Public governor – Kettering & Corby
Brenda McCraith	Public governor – Kettering & Corby
Ian Watts	Public governor – Kettering & Corby
Michael Darling	Public governor – Daventry & South Northants
Gail Sutherland	Public governor – Northampton
Carol Ash	Public governor – Wellingborough & East Northants
Hector Graham	Public governor – Wellingborough & East Northants
Janet Hathaway	Public governor – Wellingborough & East Northants
Wendy Steele	Adult Service User governor
Dennis Holland	Adult Service User governor
Liz Johnstone	Adult Service User governor
Kevin Boyce	Adult Service User governor
Jeff Betts	Adult Service User governor
Andrew Bailey	Carer governor
Rita Hinde	Carer governor
Priscilla Brown	Carer governor
Eileen Hales	Staff governor – Unregistered Nurses
Jacquie Gowans	Staff governor – Other Clinical
Suzanne Johnson	Staff governor – Non Clinical (part meeting)
Mike Twigger	Partner governor – University of Northampton
Cllr Rosemary Herring	Partner governor – Borough and District Councils
Liam Condon	Partner governor – Voluntary – Older People
Brendan Macken	Partner governor – Voluntary – SURG

In attendance	Designation
John Archard-Jones	Deputy Chairman
Michelle Grimwood	Non-Executive Director
Angela Hillery	Chief Executive
Richard McKendrick	Chief Operating Officer
Louise Payne	Director of Corporate Support
Neil Austin	Project Manager, Older People's Unit
Paul Martin	Company Secretary
Clare Cooper	Foundation Trust Officer

Minute	Agenda Topic and Discussion																						
COG14-01	<p>1. Chairman's Introduction and welcome</p> <p>The Chairman opened the meeting, and welcomed all present.</p>																						
COG14-02	<p>2. Apologies for absence</p> <p>Apologies were received from:</p> <table border="1" data-bbox="292 506 1506 960"> <tbody> <tr> <td>Carole Child</td> <td>Public governor – Daventry & South Northants</td> </tr> <tr> <td>Anthony Bagot-Webb</td> <td>Public governor – Daventry & South Northants</td> </tr> <tr> <td>Des Savage</td> <td>Public governor – Northampton</td> </tr> <tr> <td>Hummad Anwar</td> <td>Young Service User governor</td> </tr> <tr> <td>Beverley Sturdgess</td> <td>Adult Service User governor</td> </tr> <tr> <td>Chris Stirney</td> <td>Staff governor – Registered Nurses</td> </tr> <tr> <td>Brian Lawrence</td> <td>Older Service User governor</td> </tr> <tr> <td>Sandra Bemrose</td> <td>Carer governor</td> </tr> <tr> <td>Cllr Judy Shephard</td> <td>Partner governor – Northamptonshire County Council</td> </tr> <tr> <td>Laney Holland</td> <td>Partner governor – Northamptonshire Rights & Equality Council</td> </tr> <tr> <td>ACC Paul Phillips</td> <td>Partner governor – Criminal Justice Partnership</td> </tr> </tbody> </table>	Carole Child	Public governor – Daventry & South Northants	Anthony Bagot-Webb	Public governor – Daventry & South Northants	Des Savage	Public governor – Northampton	Hummad Anwar	Young Service User governor	Beverley Sturdgess	Adult Service User governor	Chris Stirney	Staff governor – Registered Nurses	Brian Lawrence	Older Service User governor	Sandra Bemrose	Carer governor	Cllr Judy Shephard	Partner governor – Northamptonshire County Council	Laney Holland	Partner governor – Northamptonshire Rights & Equality Council	ACC Paul Phillips	Partner governor – Criminal Justice Partnership
Carole Child	Public governor – Daventry & South Northants																						
Anthony Bagot-Webb	Public governor – Daventry & South Northants																						
Des Savage	Public governor – Northampton																						
Hummad Anwar	Young Service User governor																						
Beverley Sturdgess	Adult Service User governor																						
Chris Stirney	Staff governor – Registered Nurses																						
Brian Lawrence	Older Service User governor																						
Sandra Bemrose	Carer governor																						
Cllr Judy Shephard	Partner governor – Northamptonshire County Council																						
Laney Holland	Partner governor – Northamptonshire Rights & Equality Council																						
ACC Paul Phillips	Partner governor – Criminal Justice Partnership																						
COG14-03	<p>3. Declaration of Interests</p> <p>Eileen Hales declared her position as a Councillor in Kettering. There were no further Declarations of Interest made.</p>																						
COG14-04	<p>4. Governor Membership Update</p> <p>Paul Martin confirmed that there were no changes to report.</p>																						
COG14-05	<p>5. Minutes of previous meeting held on 6th November 2013</p> <p>The minutes of the previous meeting held on 6th November 2013 were noted as required minor amendments:</p> <ul style="list-style-type: none"> • Andrew Bailey and Eileen Hales' attendance was incorrectly recorded • Angela Hillery proposed a change to COG13-83i which was agreed by the Council. <p>Subject to these amendments being made, the minutes were agreed as a true record.</p> <p>Action: FT Office to amend minutes of 6th November 2013 Council of Governors' meeting</p>																						
COG14-06	<p>6. Matters arising from the minutes</p> <p>It was confirmed that, in relation to COG13-83i, no structure had been circulated since this was being covered via the presentation on this meeting's agenda.</p> <p>There were no other matters arising that were not covered elsewhere on the agenda.</p>																						

<u>For Discussion and Debate</u>	
COG14-07	<p>7. Environmental update</p> <p>The Chairman gave an update on the current environment in which the Trust was operating, noting that Michelle Grimwood's term of office as a Non Executive Director would be ending on 31st October 2014 and therefore recruitment would be starting shortly to appoint a replacement.</p>
COG14-08	<p>8. Chief Executive's Report</p>
COG14-08a	<p>The Council of Governors received and discussed the Chief Executive's Report. Angela Hillery updated the Council on Healthier Northamptonshire, commissioning and service developments, and progress with regard to the delivery of the Trust's 2013/14 Annual Plan. She also highlighted the emerging themes for inclusion in the Trust's 2014/15 Plan. Governors discussed the Healthier Northamptonshire proposed operational model, which focussed on self help and self management.</p>
COG14-08b	<p>Angela noted that the Council of Governors had already been advised that the Trust had taken the decision to withdraw from the Peterborough & Cambridgeshire Integrated Older Persons Services Tender, and therefore Governors sought the Chief Executive's insight into what the Trust had learnt from the process.</p>
COG14-08c	<p>Angela advised the Council that the matter of the Director of Nursing vacancy and compliance with the Trust's Constitution had now been concluded with Monitor. Angela also reported on the scope and outcome of a positive meeting which had taken place between the Board of Directors and Monitor's Relationship Team on 8th January 2014. She confirmed this was a routine meeting and there were no untoward issues highlighted.</p>
COG14-08d	<p>Angela also drew attention to the new Care Quality Commission inspection regime, including the implications for the Trust. She welcomed the proposal for a Governor briefing on the new regime which was scheduled to take place in the spring.</p>
COG14-08e	<p>Governors were pleased to hear of the implementation progress in respect of the Frail and Elderly Crisis Hub and sought initial feedback on the project. Angela confirmed that positive feedback had been received from the Acute hospitals.</p>
COG14-08f	<p>Finally, Angela advised that there was a challenging financial efficiency to find within the Trust, although the Trust had an excellent track record of meeting such challenges. A 20% reduction in corporate services was sought in order to protect frontline staff and services. In response to a question from Brenda McCraith, Angela confirmed that the potential sale proceeds of Sudborough House were in addition to the 20% efficiency being sought. Governors were reassured by Richard McKendrick that other appropriate meeting facilities would be available to Governors in the event of the sale of Sudborough House.</p> <p>The Council thanked Angela for her comprehensive report.</p>
COG14-09	<p>9. Chief Operating Officer's Directorate: Management structure proposals designed to support service delivery</p>
COG14-09a	<p>Richard McKendrick presented his outline proposals, including the context and rationale behind them. He emphasised that the structures outlined were still subject</p>

	to further discussion and consultation and welcomed Governors' comments and questions. Discussion focused on the implications of the proposals for locality working, as well as working across pathways including learning disability and mental health services, and adult and ambulatory services.
COG14-09b	Richard outlined the expected implementation timescale for the new management structure.
COG14-10	10. Rushden: Service delivery options
COG14-10a	Richard McKendrick introduced this item, outlining the background and current position. He explained that the Trust was reviewing, with a range of internal and external stakeholders, the service need for a new resource centre in Rushden in the light of the current service, financial and commissioning climate. He expressed his desire to receive the views of Governors on the range of service delivery options open to the Trust.
COG14-10b	In response to questions from Governors, Richard provided clarification on the current position with regard to planning permission and whether the option of not proceeding with the building of a new resource centre was being considered.
COG14-10c	A number of Governors emphasised the benefits of a new resource centre in Rushden and the need to secure local stakeholder engagement, e.g. GPs, the voluntary sector, patients and carers.
COG14-11	11. Foundation Trust Constitution amendments The Council received a paper from the Company Secretary which set out a limited number of required changes to the Constitution in respect of Disqualification criteria for Governors and Directors, as well as the number of Non Executive Directors on the Board. Governors were advised that the Board of Directors, at its November 2013 meeting, had endorsed these changes. The Council also agreed the proposed Constitution amendments as presented.
COG14-12	<u>For Information</u> 12. Reports from Sub Groups Presented for information.
COG14-13	13. Any Other Business There was no other business to be discussed.
COG14-14	14. Snapshot Review Of Effectiveness It was agreed that the agenda was appropriate.
COG14-15	15. Next Meeting Wednesday 5 th March 2014, 3pm, Captain's Lounge, Northampton Rugby Football Club Ltd, Franklin's Gardens, Weedon Road, Northampton, NN5 5BG