

# Council of Governors

Minutes of the 42<sup>nd</sup> Meeting of Sheffield Health and Social Care NHS Foundation Trust's Council of Governors held on Thursday 5<sup>th</sup> May 2016 in the Mayfield Suite, SHSC Headquarters, Old Fulwood Road, Sheffield, S10 3TH

**Present:**

Name	Governor Constituency	Name	Governor Constituency
Prof Alan Walker CBE	Chair	Teresa Barker	Appointed
Angela Barney	Carer	Barbara Bell	Public
John Buston	Public	Tyrone Colley	Service User
Dorothy Cook	Public	Dan Creber	Staff
Rosemary de Ville	Public	Sylvia Hartley	Public
Joan Healey (left 4:30)	Appointed	Diane Highfield (left 4:10)	Staff
Sue Highton	Appointed	Jules Jones	Public
John Kay	Service User	Dr Paul Miller	Staff
Pat Molloy	Service User	Toby Morgan	Service User
Lorraine Ricketts (left 4:25)	Public	Dr Abdul Rob	Appointed
Sue Roe (left 4:20)	Carer	Michael Thomas	Young Service User/Carer

**Apologies:**

Name	Governor Constituency	Name	Governor Constituency
Brandon Ashworth	Public	Cllr Leigh Bramall	Non-Executive Director
Debjani Chatterjee MBE	Service User	Ian Downing	Carer
Deborah Gamsu	Staff	Elaine Hall	Staff
Gill Holt	Carer	Cllr Adam Hurst	Appointed
Dani Hydes	Staff	Prof Paul Ince	Appointed
Celia Jackson-Chambers	Appointed	Mohammed Ziauddin	Public
Vin Lewin	Staff	Faye Mellors	Membership/Governor Officer
Cllr Josie Paszek	Appointed	Russell Shepherd	Service User
Dr Leigh Sorsbie	Appointed	Janet Sullivan	Appointed
Mark Thorpe	Staff	Nev Wheeler	Service User

**In Attendance:**

Name	Designation	Name	Designation
Adam Butcher	Member	Billie Critchlow	Member
Jill Dentith	Interim Board Secretary	Jason Rowlands	Director of Planning, Performance & Governance (part meeting only)
Sue Rogers	Non-Executive Director	Ann Stanley	Non-Executive Director
Sam Stoddart	Deputy Board Secretary	Kevan Taylor	Chief Executive
Mervyn Thomas (left at 3:30)	Non-Executive Director	Richard Mills	Non-Executive Director

Minute	Item	Action
	<p>Prior to the start of the meeting Jules Jones led the Governors in acknowledging Professor Walker's last meeting as Chair of the Council of Governors. They thanked him for his contribution over the years and presented him with a card and cake in appreciation.</p> <p>Prof Walker thanked the Council of Governors for their commitment, constant support and, in many cases, friendship over the years, which has been vital in enabling him to undertake his role. He asked that Council continues to support the new Chair.</p>	
COG 42/1	<p><b>Welcome and Apologies</b></p> <p>The Chair welcomed everyone to the 42<sup>nd</sup> Council of Governors meeting. He reported that the Care Quality Commission (CQC) had arrived at Trust headquarters and on some sites for an unannounced inspection visit to look at the "well led" domain. As a result Ms Baxter is working with the CQC to ensure their visit runs smoothly and will therefore not be presenting Item 6 - Learning from mistakes league table which will be deferred. The Chair also reported that Dr Newman had been unavoidably detained, therefore item 5 – Learning Disabilities Strategy to Council will also be deferred.</p> <p>The Chair noted the apologies and informed Council of the results of the recent elections. There are four new Governors commencing 1<sup>st</sup> May: Deborah Gamsu (Psychology Staff), Vin Lewin (Nursing Staff), Michael Thomas (Young Service User/Carer) and Mohammed Ziuddin (Public North East) seven new Governors commencing 1<sup>st</sup> July: Richard Fletcher, Joan Toy, Adam Butcher and Terry Proudfoot (Service Users), Billie Critchlow (Carer) and John Houlston (Public South West). In additional four governors have been re-elected: Rosemary de Ville (Public South West), Sue Roe (Carer), John Buston (Public North West) and Pat Molloy (Service User). He wished them all well and asked that the current Governors support and mentor those who had been newly elected. New governors designate Billie Critchlow, Adam Butcher, Michael Thomas and Joan Toy were in attendance and were warmly welcomed. He also noted those whose terms of office were coming to an end and thanked them for their contributions over the years and wished them well for the future, namely John Kay, past Lead Governor, Dorothy Cook, Ian Downing, Nev Wheeler and Brandon Ashworth.</p> <p>The next member's event will be held at the Students' Union at University of Sheffield on 17th May from 10am to 3pm. Governors are encouraged to come along and engage with students. If anyone is interested please liaise with Sam Stoddart.</p>	<p>Noted</p> <p>Noted</p>
COG 42/2	<p><b>Declarations of Interest</b></p> <p>There were no new declarations of interest. The Chair declared an interest in item 8 – Chair Appointment Process.</p>	
COG 42/3	<p><b>To receive and approve the minutes of the Council of Governors' meeting held on 2nd March 2016.</b></p> <p>Ms Stanley, Non-Executive Director referenced page 7, item 46/8 and noted that a correct was needed in relation to Mr Buston's query and that the reference should be a reduction in the delayed discharge rates. With this alteration the minutes of the meeting of the Council of Governors held on 2nd March 2016 were agreed as an accurate record.</p>	<p>Agreed</p>

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COG 42/4	<p><b>Matters Arising from the minutes of the meeting held on 2<sup>nd</sup> March 2016</b> There were no matters arising from the minutes of the meeting held on 2<sup>nd</sup> March 2016.</p>	
COG 42/5	<p><b>Learning Disabilities Strategy</b> This item was deferred to the July 2016 meeting of Council.</p>	Deferred
COG 42/6	<p><b>Learning from Mistakes League Table</b> Following feedback from the Chief Executive, it was agreed that this item no longer needed to be brought before Council</p>	Agreed
COG 42/7	<p><b>Membership Strategy Refresh</b> The Chair reported that the Board of Directors had received and recommended the membership strategy to Council for approval. Ms Dentith, Interim Board Secretary added her thanks to those who had contributed to the strategy, the amendments from April's Board of Directors meeting were incorporated into the final document.</p> <p>The Council duly received and approved the strategy.</p>	Approved
COG 42/8	<p><b>Chair Appointment Process</b> Mrs Rogers, Vice Chair updated Council on the appointment of the Chair. She reported that the long listing had taken place and thanked the Nominations and Remuneration Committee for their contribution in this important task.</p> <p>Ms Jones, Lead Governor added that there had been eleven applications in total and five had been long listed. The recruitment agency will undertake a review of these candidates and their recommendations will be shared at a short listing meeting scheduled for 18<sup>th</sup> May.</p> <p>Toby Morgan asked about an evaluation of the process, costs of legal advice and the employment agency and the benefits of these. Mrs Rogers responded that legal advice had been sought to ensure the process for the appointment was correct and this should be evaluated once the process is complete. Ms Jones added that legal advice had also been sought on the Terms of Reference for Nomination and Remuneration Committee.</p> <p>Mr Thomas, Non-Executive Director stated that the evaluation should include all elements of the process.</p>	
COG 42/9	<p><b>Chief Executive Update including CQC Action plan progress update and Sustainability &amp; Transformation Plan explanation</b> Kevan Taylor gave an update on Trust issues to Council. He included the following:</p> <p><b>CQC unannounced visit</b> The CQC had arrived on Wednesday 4 May 2016 for an unannounced responsive review visit. This visit was as a result of a non-compliance notice following re-inspection at Woodland View. CQC are reviewing the "well led" domain and will be visiting a number of sites. Verbal feedback will be received on 6<sup>th</sup> May with a formal report scheduled for early to mid-June. The outcome will be reported to Council.</p>	

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	<p><b>Learning From Mistakes League Table</b></p> <p>The outcome of a recent You Gov survey was discussed. This had been undertaken using some of the data from the staff survey and reporting to NHS Litigation Services (NHLS). Mr Taylor reported that the Trust has been “red flagged – fail” on the reporting. Although twelve reports had been submitted there was one calendar month that the Trust did not have anything to report and therefore did not submit a report. The Trust would have been scored good overall if it had submitted a nil report in the month in question. He reported that the Quality Assurance Committee has discussed this and that the CCG representative attending this Committee assured them that they have no concerns about the Trust in this regard, their methodology and reporting systems. The Chair added that the NEDs would be talking to governors in the pre-council meeting regarding this item. It was noted that the Trust were disappointed with this score as they felt that it did not accurately reflect the Trusts position.</p> <p><b>Sustainability and Transformation Plan (STP)</b></p> <p>This is a national initiative for commissioners and providers to work together on a regional footprint. This Trust falls within the South Yorkshire and Bassetlaw footprint and Sir Andrew Cash is chairing this group. There are five work streams. Discussions are taking place to consider specialist services and best fit in the South Yorkshire and Bassetlaw area. Mr Taylor is also leading the workforce work stream to look at new innovative ways for working within a cost envelope. A draft of the Sheffield plan will be available in June and Governors will be able to learn more at the Board / Governor Development session on 7 June 2016.</p> <p>Ms Barney asked if the Trust was looking closely into some of the trends shown in the staff survey. Mr Taylor responded that the survey results will be broken down by sites and staff groups and added that there are a worrying number of incidents relating to violence against staff and the stress level indicator is also high. A meeting has been organised with Staff Side to discuss this. Professor Walker supported this and noted that the Board of Directors also receive regular absence reports and can monitor these areas.</p> <p>It was also noted that a meeting with Staff Side has been arranged to discuss the Community Directorate reconfiguration and disinvestment programmes.</p> <p>Ms Jones referenced the staff survey and raised concerns that the level of reported discrimination had risen. Professor Walker responded that the Board of Directors had raised this and asked the HR Director to investigate and report back to Board. This information will also be fed back to Council. Mr Taylor responded that overall the results were disappointing and lower than last year which could be attributed to all the changes and reconfiguration programme. Professor Walker felt that the Trust is finding it harder financially and trying to deliver quality services with reduced budgets, which has the potential to impact on staff and service users.</p>	
COG 42/10	<p><b>Governor Feedback</b></p> <p><b>a) Feedback from Governor activity</b></p> <p>Council received for information, updates from those Governors who had taken part in activities. Professor Walker thanked those who had attended meetings/events and for their feedback reports which continue to be hugely appreciated.</p>	

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	<p>Mr Morgan noted that from the patient safety group he attended there had been regular complaints made against specific individuals and whether anything is being done to reduce these. He also asked if there was a plan to replace mattresses in line with infection control measures. Professor Walker responded and advised that the lead executive would be following up on the infection control issues. Mr Taylor responded to the question relating to complaints and advised that if an individual hit a threshold or trends were identified it would trigger an investigation process.</p> <p>Ms Jones had attended a national governance event and had asked if training would be beneficial. Ms Stoddart responded and advised that as part of the Governor induction programme NHS Providers had been asked to visit Sheffield to deliver a bespoke GovernWell session in collaboration with Sheffield Teaching Hospitals NHS FT. Professor Walker noted that he felt that the report had highlighted that the Trust have a strong Governor group and added that the Trust needed to do more to promote the value of the Council of Governors to its commissioners. Ms Barney acknowledged that the Trust has a well-functioning Council with good values and accountability, but was mindful that this is not the case everywhere. Mr Mills added that the Board has a duty to ensure that its gives a clear message about the role of the Council of Governors and the governors themselves.</p> <p>Barbara Bell reported that she had attended a Smoke Free event, which had discussed the use of e-cigarettes versus cigarettes/tobacco and their intended use. She was concerned that the Trust could be responsible for the cost of offering e-cigarettes to staff and service users. Mr Taylor responded that guidance had been received in relation to the use of e-cigarettes and nicotine patches and the Trust will evaluate this and work to best practice, which may be different across the Trust and dependant on the site. He confirmed that the Trust will not be meeting the cost of offering e-cigarettes, but does offer nicotine replacement patches to service users. Adam Butcher informed Council that he sits on the smoke-free steering group and can therefore feedback to future council meetings.</p> <p>Dorothy Cook asked if there was another way in which governors could report on their activities as she was aware of Governors who attended events did not always complete a feedback form. Professor Walker responded that he wasn't aware of any other mechanism. Mrs Stoddart highlighted the importance of these feedback forms and that they form part of a public document giving assurance to the constituents that governors are acting on their behalf. Pat Molloy admitted that he was someone who didn't always complete feedback.</p> <p><b><i>Post meeting note: Governors will be sent a short survey to consider different formats for feedback. A report would be brought to a future Council meeting.</i></b></p> <p><b>b) Feedback from Board Questions</b> Prof Walker reported that the questions to the Board will be taken forward.</p>	<p>Action Mrs Stoddart</p>
COG 42/11	<p><b>Nomination and Remuneration Committee: updated terms of reference for approval</b> Professor Walker presented to Council the revised Nominations and Remuneration Committee Terms of Reference. In line with the appointment of the Chair it was</p>	

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	<p>agreed that it was timely to review the terms of reference. The Terms of Reference have been agreed by NRC. Ms Jones added that the agreed Terms of Reference were a result of several meetings of the Committee. She asked Council to note that there may be a further review to reflect possible changes to the Section 75 agreement between the Trust and the Local Authority.</p> <p>The Council agreed to ratify the Terms of Reference.</p>	Ratified
COG 42/12	<p><b>Any Other Urgent Business</b></p> <p><b>Dates for the diary</b> It was reported that the Chair Appointment stakeholder day is planned for the 26<sup>th</sup> May between 9am and 12:45pm. Mrs Stoddart asked Council to confirm if they were attending.</p> <p>An extraordinary meeting of the Council has been called for Tuesday 7<sup>th</sup> June from 11am to 12 noon to confirm the Chair appointment which will be followed by a Board and Council development session from 12:30pm to 4:30pm. It was important that as many Governors as possible attend this meeting to ensure that the meeting is quorate.</p> <p><b>Governor Suspension</b> Professor Walker informed Council that a full and proper investigation into negative postings on social media had been conducted, resulting in a short-term suspension of a Governor. He had worked with the Lead Governor on this issue. Ms Dentith confirmed that these actions complied with the constitutional requirements as agreed by Council in December 2015.</p> <p><b>Governor changes</b> Ms Jones as Lead Governor thanked John Kay for his time on Council and as Lead Governor and for all those whose terms were finishing. Mr Kay acknowledged this and asked that Council remain focused on its task.</p>	<p>All to note</p> <p>All to note</p> <p>All to note</p>
COG 42/13	<p><b>Performance Report: to provide assurance to the Council the Trust's financial, operational a compliance performance.</b> Mr Rowlands was delayed and Mr Taylor agreed to answer questions on the Performance report in his absence.</p> <p>Rosemary de Ville asked a question about the substance misuse tender and whether the service is continuing as the contract expired in March. Mr Taylor responded that the Alcohol service is currently out to tender and the Trust will be submitting a tender for this service. The Trust is still providing this service during the tender period. Ms de Ville also asked for clarity on some of the narrative contained within the performance dashboard on substance misuse services and also about the inpatient detox beds. Mr Rowlands arrived and gave an overview of the proposed service model being tendered which included the detox beds and explained the options for partnership working with Sheffield Teaching Hospitals. Mr Rowlands added that the substance misuse data is currently out of date as it is reporting on a model that was in place over a year ago. A new suite of information is being development along with an updated framework which will capture performance.</p> <p>The Chair added that he thought it would be helpful for the Substance Misuse</p>	

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	<p>Service to come and present to the Council after the tender process had ended. This was agreed.</p> <p>Ms Jones noted that the Primary Care key performance indicators (KPI's) were no longer used, in which case she was concerned how performance would be measured. Mr Taylor responded that there will be performance indicators as part of the renewed contract but as yet these have not been confirmed.</p> <p>Ms Barney noted that the Trust did not win the floating support tender. She asked whether the Trust had expected to win it and if there was learning from this exercise. Mr Taylor responded that there is always a review process and in this case, the reason appeared to be largely a cost one. He added that the Trust was considering the use of 7 Hills to submit some tenders as this company is not subject to Agenda for Change. Ms Barney noted that a private company had won the tender and that in some cases after a short period they find themselves in financial difficulties.</p> <p>Mr Kay noted that the overview data on the dashboard appeared to be worsening. Mr Rowlands responded that the next year will be challenging in terms of finance and for ensuring the change programmes are delivered and are cost effective. There will be some contingency if projects fall slightly behind. Mr Mills, as Chair of Finance and Investment Committee, reported that he had attended an NHS Providers event for Non-Executive Directors and they had received a presentation which highlighted the challenges the NHS faces in the next 2 years in terms of no or low growth and reinvestment. He noted that the Trust has an estates strategy and any capital surplus this Trust makes will need to be reinvested and used wisely.</p> <p>Pat Molloy stated that many FTs have financial deficits and noted that SHSC is in surplus. He questioned whether the Trust was therefore getting something right or wrong. Mr Taylor responded that by and large mental health Trusts tend to perform better than acute counterparts because of different contract regimes and more experience at shifting service models and resources when necessary. However, Mr Taylor added that the Trust had managed its finances very closely over the years which had resulted in being able to invest in community services and capital spends. However, this year the Board had made a conscious decision not to achieve a surplus because of the difficult financial conditions. In actual fact, the agreement is to make a £1 surplus.</p>	<p>Agreed</p>
	<p><b>Closing Remarks</b></p> <p>Professor Walker took this opportunity to thank Council again for its contributions and support over the years. The Trust has been through some major challenges over the years and he felt that the support of Governors had been vital in what the Trust has achieved and encouraged this to continue.</p>	