

Minutes of the Blackpool Teaching Hospitals NHS Foundation Trust
Council of Governors Meeting held on Wednesday 25th July 2018
at 2pm in the Boardroom, Trust Headquarters, Blackpool Victoria Hospital

Present: Mr Pearse Butler – Chair

Council of Governors

Public Governors:-

Mrs Beverley Clark - Blackpool Constituency
Mrs Sue Crouch – Wyre Constituency
Mrs Adele DeVito – Blackpool Constituency
Mr Zacky Hameed – Blackpool Constituency
Mrs Heather O'Hara – Blackpool Constituency
Mr Ian Owen – Wyre Constituency
Mrs Patricia Roche – Blackpool Constituency
Mr Graham Stuart – Fylde Constituency

Staff Governors:-

Miss Tina Daniels - Non-Clinical Support Constituency
Mrs Jenny Gavin – Clinical Support
Mr Michael Phillips - Community Services (North Lancashire) Constituency

Appointed Governors

Councillor Martin Mitchell - Blackpool Council
Miss Amelia Hunt – Lancaster University
Dr Deborah Kenny - UCLAN

In Attendance:

Mrs Wendy Swift - Chief Executive
Mrs Janet Barnsley – Interim Director of Operations – Planned Care
Mr Tim Bennett – Deputy Chief Executive/Director of Finance and Performance (items 1-8)
Mr Matthew Burrow - Head of Corporate Assurance
Mr Steve Finnigan – Non-Executive Director
Mrs Jacinta Gaynor – PA to Chair/Membership & Governors Officer (minutes)
Mr Michael Hearty – Non-Executive Director

The Chair welcomed the Governors to the meeting and stated that it was his first full Council of Governors meeting. The Chair informed the Governors that there were microphones situated around the room to enable Mrs Gaynor to hear better and requested that Governors refrained from speaking over one another.

1. Declaration of Interests

It was noted that there were no declarations of interests from the Governors in relation to the agenda items for this meeting.

2. Apologies for Absence

Apologies for absence were received from, Revd David Crouchley, Mr George Holden, Mrs Betty Ray, Mrs Sheila Jefferson, Mrs Camilla Hardy, Mrs Michelle Smith and Mr Anthony Winter.

The Chair noted that the meeting was quorate.

3. Value of the Month

The Chair reported that the Value of the Month for April was "Positive - What have you done to make you feel proud?"

4. Minutes of the Previous Council of Governors Meeting

Mrs Crouch stated that in relation to item 7 (a) Feedback form Nominations Committee – Chairman's Appraisal 2017/18 on page 4 of the previous minutes, it should read:-

Mrs Crouch confirmed that she had taken guidance from other Governors to give a rounded picture of the Chairman's performance, including the Governor Observer on the Finance Committee and Governor representatives on the Nominations Committee, and where she felt she did not have sufficient background knowledge to respond to the prompts.

RESOLVED: That the minutes of the previous Council of Governors Meeting held on 25th April 2018 be agreed as a correct record and signed by the Interim Chairman following the above amendment.

5. Matters Arising:-

a) Action List from the Previous Council of Governors' Meeting held on 25th July 2018

The Chair reported that out of the 19 items in total on the action list, 15 items were completed and 3 items were incomplete but within date for delivery, which related to:-

- 1) A review of the RAG rated system definitions across the Trust.
- 2) The suggestions from Mrs Roche regarding Governors Training to be fed back to the Governors Training and Development Task and Finish Group.
- 3) To provide feedback to the Governors on the Senior Collaborative Events.

The Chair requested that the above items be expedited as soon as possible. He noted that in relation to the Wyre Governor vacancy, nominations should be sought and if more than one was received a by-election would take place.

RESOLVED: That the three items on the action list be expedited as soon as possible.

b) Action Tracking Document

The Chair reported that there were a total of 8 items on the action tracking document not yet due for completion:-

- 1) A presentation to Governors Strategic Focus Group (GSFG) on Use of Resources (UoR), post publication of the report.
- 2) To open up the Governor Training to other Trusts.
- 3) Inclusion of the RAG rating system within the new Training & Development programme.
- 4) A review of the process of obtaining feedback forms following Committee Meetings.
- 5) To discuss further the allocation basis of Governors per constituency by the Trust Constitution Task and Finish Group.
- 6) To finalise the Governor Training & Development plans.
- 7) Presentation of a paper to the Council of Governors on the final training.

The Chair requested that the above items be expedited. He informed Governors that the UoR presentation was on the Annual Work Plan to be given at the next Governors Strategic Focus Group meeting in October.

RESOLVED: That the 8 items on the action tracking not yet due for completion now be expedited.

RESOLVED: That the UoR presentation be given to the next meeting of the Governors Strategic Focus Group in October.

The Chair reported there was 1 item not completed within date for delivery:-

- 1) Completion of Information Governance workbook questions and to sign the Code of Conduct Form by Governors.

The Chair informed the Governors that the IG training was a mandatory training element and if not completed could result in a Governor ceasing to hold their position. He informed Governors that Mrs Gaynor would email those Governors who had not yet completed the training.

RESOLVED: That Mrs Gaynor email those Governors who had not yet completed the training.

6. Minutes of the Extraordinary Council of Governors Meetings held on 18th May 2018, 31st May 2018 and 26th June 2018.

RESOLVED: That the minutes of the previous Extraordinary Council of Governors Meetings held on 18th May, 31st May and 26th June 2018 be agreed as a correct record and signed by the Chair.

Select Committee: Audit Committee.

The Chair informed Governors that as part of the Select Committee presentations a deep dive into the operation of the Audit Committee would be delivered by Mr Michael Hearty.

Mr Hearty gave a presentation on the work of the Audit Committee which covered the following topics:-

- i) Role of the Board
- ii) Role of the Audit Committee
- iii) Audit Committee Agenda:-
 - a. Trust Assurance Framework
 - b. Strategic Focus
 - c. Detailed Focus
 - d. Procedural Items
 - e. Internal Audit
 - f. Annual Report and Accounts
- iv) Looking Ahead

Mr Hearty explained that the Role of the Board was to manage the Trust's activities and to establish and maintain effective decision making, management and internal controls. He confirmed that the Audit Committee's role was to provide an independent and objective view on the Trust's activities and to give assurance to the Board of Directors.

Mr Hearty informed the Governors that over the past 12 months the Committee and looked in detail at the Trust's Board Assurance Framework (BAF), the Corporate Risk Register (CRR) and had performed deep dives into possible major risks to the Trust. He stated that the Committee had ensured that the Trust's Strategy had been translated into the Board Committees, whereby the Committee Chairs provided assurance to the Audit Committee.

Mr Hearty informed Governors that the Committee had undertaken some detailed focus, during the past year, on areas such as, risk management, information governance and corporate governance to ensure the correct controls were in place. In particular, in relation to Atlas, to ensure the required legalities were in place between the Trust and the new company. In relation to the new General Data Protection Regulations (GDPR) and detailed discussions around the cyber-attack to ensure the Trust's Information Technology (IT) Strategy would resolve such issues.

Mr Hearty informed the Governors that the Committee also looked at procedural items to ensure the Trust had policies in place. He stated that policies covering Whistleblowing and Freedom to Speak Up were especially important to the people who worked within the Organisation.

Mr Hearty informed the Governors that Internal Audit Services were provided by KPMG. He stated that Internal Audit was a standard item on the Audit Committee's agenda and it was part of the Audit Committee's role to ensure the recommendations given by KPMG were

implemented. He stated that the Audit Committee had an annual work programme, which ensured that the annual assurance assessment work was completed and enabled the Head of Internal Audit to provide an assurance opinion.

Mr Hearty stated that a huge exercise was undertaken annually, to produce of the Annual Report and Accounts, whereby the Committee considered the Head of Internal Audit's Opinion, the Clinical Audit Report, the Trust's Provider Licence, the External Auditor's Report and the Auditor's Opinion, as well as the Trust's Annual Governance Statement (AGS). The Audit Committee reviewed the Annual Report and Accounts and advised or made recommendations to the Board of Directors before sign off.

Mr Hearty informed the Governors that External Audit Services were provided by PricewaterhouseCoopers (PwC) and their contract had been renewed recently.

Mr Hearty stated that over the next 12 months, the Committee would be looking at the following areas:-

- a) Trust Assurance Framework – BAF/CRR and Risk Management.
- b) Strategy – Better Care Now (BCN)/Length of Stay (LOS) – Lancashire & South Cumbria Integrated Care System / Fylde Coast Integrated Care Partnership.
- c) Detailed Focus on the CQC, Finances, A&E performance and UK's exit from the EU.

Mr Hearty assured the Governors that from the work undertaken by the Audit Committee the Trust had the correct process and procedures in place.

The Chair thanked Mr Hearty for his presentation and asked the Governors if they had any questions.

Mrs Roche thanked Mr Hearty for a good presentation and noted that Mr Hearty had stated that some tasks can be too difficult to achieve and queried that this maybe from a cultural shift and wondered how staff were prepared to work with such huge changes? Mr Hearty stated that when he had spoken to staff regarding the changes, it was evident that staff are more concerned about how changes impact on patients and whether the collaborative working improves treatment for patients. He felt assured that staff focused on the care of patients.

Mr Owen queried whether Brexit would have a financial impact on the Trust? Mr Bennett stated that there was work in progress to identify the key issues that may affect staff, procuring of services and goods, but that this was a difficult exercise to complete. He stated that NHS England and NHS Improvement would provide guidelines, but the Trust would be responsible for implementing any changes.

Mr Stuart asked whether the bureaucracy was audited to know what the knock on affect was to staff, e.g. the amount of paperwork to be completed? Mr Hearty stated that the Audit Committee's role was not to manage the workloads and that this was the remit of the other Board Committees. He re-affirmed that the role of the Committee was to ensure processes and procedures are in place to gain assurances. He further stated that the information provided in the Annual Governance Statement and the recent Use of Resources Report providing a good rating for the Trust provided these assurances.

Mr Stuart stated that staff working in the Lancaster area, were known to be worried about the job situation and he queried what communication program management had in place to help staff through a very difficult stage of change? Mr Hearty stated that the introduction of the Integrated Care Partnership as part of the new Integrated Care System was designed to encourage new ways of working, this in turn required change which could be unsettling for staff. He confirmed that it would be encumbered on the Trust, individually and as part of any wider Care Partnership, to keep staff updated and informed as possible as developments that would be discussed under the Audit Committee's agenda.

Mrs Crouch enquired how the Audit Committee's agenda was put together and what should Governors look for? Mr Hearty confirmed that an Annual Work Plan detailed the agenda items for the year and was structured to include items that are required to be looked at by regulators.

There was a short discussion around the length of time of the Internal Auditor's contract had

been in place, and it was confirmed that it was a 3 year term with allowance for one renewal. Mr Hearty stated that part of the remit of the Chair of the Audit Committee was to be the 'voice' of the Governors. The Chair confirmed to the Governors that the Audit Committee had the freedom to go wherever it wanted and had independence from the Board of Directors,

Mr Phillips asked that in relation to outliers blip trends, whether the Committee requested further information on the data provided and whether the Trust had benchmarked the data to assess performance? Mr Hearty stated that the Committee did not scrutinize benchmarking data and that this was the remit of management to have processes in place to ensure the accuracy of the data provided.

Miss Daniels stated that in relation to staff communications she was aware that many staff in the north of the patch, still felt excluded from the Trust. With this in mind, she requested assurances that staff receive timely and relevant communications. Mr Hearty stated that a discussion had taken place that morning at the Board in Public Meeting in relation to the Communications Strategy to ensure staff received timely and informative communications. He assured the Governors that the Audit Committee would look at this strategy. The Chair confirmed the view of the Board of Directors was that the communications and engagement with staff had not been right and agreed that with in relation to Better Care Now clinical staff engagement was critical to its success. He stated that a lot of good work had been done to date, but that more needed to be done.

Mr Stuart gave an example of a recent personal experience of bad communication from staff at the hospital and stated that good communication with patients and family is key to easing people's worries. He stated that staff have a tendency to make things routine, but should ask themselves is the care being given good enough for me and my family? It was noted that Professor O'Donnell had discussed this at the Board in Public Meeting that morning and had requested that people challenge staff on this area.

At this point, Mrs O'Hara pointed out that an area flagged as red in the Auditor's Opinion Report and queried whose role it was to put this in place. Mr Bennett explained that an Auditor would like all stock to be assessed on the 31st March to value the inventory, however, this would not be possible in such a large Trust, however, the Auditors must note that.

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Items for Discussion/Approval

a) CQC Update

Mrs Thompson confirmed that following the Council of Governors meeting in April and the Governors Strategic Focus Group Meeting on 3rd July, the Governors had been sent a copy of the full CQC Action plan. She reported there were two main lines of enquiry with CQC resulting from the inspection last year, and these formed the basis of the action plan. She confirmed that the action plan was regularly updated and reported back to the regulators to ensure the Trust was progressing with the actions.

She reported that the latest update had included a set of key performance indicators (KPIs) to track, an example was, mandatory training checks. She stated there had been good progress in this area, however, there had been some challenges regarding the A&E department. She confirmed that plans were in place and she was confident that staff would complete their training and the position would be improved by the next update.

Mrs Thompson stated there had been extensive discussions regarding investment into A&E staffing and agreements had been made to uplift staffing in A&E to provide 16 hour cover, however, finding substantive staff was proving challenging. She confirmed that further steps had been taken to improve the A&E department including:- an agreement to implement a phased plan for nursing staff, transformation of the A&E care pathways, a children's department within A&E, investment into nighttime cover, additional triage staff at the front door and pharmacy staff based in A&E.

Mrs Thompson reported that CQC receive an update each month at an Engagement Meeting involving Mrs Swift, Professor O'Donnell and herself. She assured the Governors that work was closely monitored by the Executive Team.

She informed the Governors that in terms of the new CQC inspection regime the Trust can expect annual inspections of services with the next being due at the end of March 2019.

Mrs Thompson stated that there had been a second response to the unannounced visit by CQC in May 2018. She confirmed CQC were pursuing a line of enquiry in relation to the care of patients with sepsis, looking into how the Trust investigates serious incidents, how the Trust implements lessons learnt, looking at care pathways and how the Trust deals with signs of a deteriorating patient. She stated this was an on-going line of enquiry with the Trust sharing information with CQC under Regulation 12. She confirmed there would be further discussions with CQC next week.

Mr Stuart stated that his father had recently been treated at the hospital for sepsis and had been dealt with superbly by staff and had been discharged home within days.

b) Strategy Update and Feedback from Governors Strategic Focus Group (GSFG) held on 3rd July 2018

Mrs Swift reported that she had given a presentation on Transformation at the meeting, which had been attended by Mr Holden, Mrs O'Hara, Mrs Clark, Mrs Jefferson, Cllr Mitchell and Mr Hameed. She confirmed that the presentation still required some work, but would be presented to the next Council of Governors Meeting in October.

RESOLVED: That the Transformation presentation be added to the agenda for the next Council of Governors meeting in October.

Post Meeting Note: As agreed during the meeting, the next meeting of the Council of Governors will take place on Wednesday, 7th November at 2pm.

Mrs Swift reported that Mr Bennett had provided an update on the Collaborative Working Project, the Blackpool Council Loan, Pathology Services and the Virgin Contract. She confirmed that the case had been in court on Monday 23rd July and a hearing was due on Friday. She stated that the Trust was currently working with Lancashire County Council on the contract.

Mr Bennett confirmed that the Trust had produced a Collaboration Strategy and preparations were in place to begin working through the plan.

c) Finance Update

Mr Bennett reported the financial position at end of Quarter 1, the Trust had a deficit of £7.1m which was £0.9m worse than budget (pre-impairment and PSF) and £0.6m worse than plan (pre-PSF). This included one-off mitigations totalling £0.6m which had been applied in Quarter 1. The Trust had missed the A&E performance target in Quarter 1, which had resulted in a loss of £0.3m.

Mr Bennett reported that significant improvements were required in Quarters 3 and 4 and that the Trust had put in place controls and corrective actions to mitigate the position through a turnaround process, management of pay cost run rates and cash mitigations.

Mr Bennett stated there it was more than likely an additional Finance Committee Meeting would take place in August.

He stated that Mrs O'Hara had observed the July meeting and asked if she had anything further to add. Mrs O'Hara stated that it had been a very informative meeting and that in her opinion the finances looked better than she had expected from that reported in the media.

The Chair stated that when you look at financial performance it was a concern that the Trust was not hitting its targets. He stated that there had been a discussion at the Board in Public Meeting that morning around increasing permanent staff numbers in order to reduce agency costs, as this had not been achieved. He stated that the main area of discussion would be to look at shift patterns and compare with other Trusts. He stated that the Trust would not want to lose its financial controls.

There was a short discussion around the staff survey results, in particular the high staff absence and staff satisfaction which did not correlate. It was noted that the health of people

living in the Fylde Coast compared to areas of London, such as, Knightsbridge, was much poorer and that the costs to the Trust to treat people living in this health economy were much higher.

The Chair stated that there was a clear view on what had gone, but with collaborative working plans linking across Lancashire the outlook for the future was better and the Trust would be better able to provide better quality care.

Mrs Crouch stated that a lot of staff work within the community, not just in the hospital and that at the Board in Public Meeting that morning some members in attendance were not aware of what services were available in the community and talked as though staff belonged elsewhere. She commented that it was important for the Trust to recognise community staff as part of the Trust. Mrs Roche stated that when she had attended her Trust Induction, community staff had referred to the hospital as "the mother ship". She agreed that staff needed to be included and feel like they belonged to the Trust.

Chair's Report

a) Chair's Update

The Chair had provided a verbal update at the Board in Public Meeting that morning.

b) Arrangements for Future Council of Governors Meetings

The Chair stated that he was aware of discussions about the timing of the Council of Governors meetings and agreed that attendance at a full day of meetings was hard work. He stated that the meeting belonged to the Council of Governors and it was for them to decide when to have the meetings.

Mrs Crouch stated that under the current process, Governors were unable to receive the Board Assurance Reports until the reports had been to the Board in Public Meetings the morning prior to the Council of Governors Meetings. She felt that as these reports were important to the Council of Governors meetings, the timing of the meetings did not give the Governors time to digest the content of the reports and enable any discussion during their meetings. Therefore, she would like to see the Council of Governors Meetings moved to a week or so after the Board in Public Meetings.

There was some discussion in relation to Governors availability and some having to take time off work or leave to attend the meetings. It was noted that some Governors were unable to attend full day sessions, but would like to be able to attend both meetings.

The Chair confirmed the process that the Board Committee Meetings take place a week prior to the Board Meetings and that these form the basis of any discussions at the Governors meeting. However, Governors were unable to receive these reports prior to being presented at Board and in his opinion, the content of these reports is what should be discussed at the Governors meetings. He confirmed that the Board Committees are tied in to report back to the Board Meetings and cannot be moved. However, he stated that the Governors meeting could be moved back.

It was agreed that the current timeline of meetings did not work and it was suggested that the timing of the next Council of Governors Meeting be put back a week to Wednesday, 7th November to enable the content of the Board Assurance Reports to be discussed at the meeting.

RESOLVED: That the next meeting of the Council of Governors take place on Wednesday, 7th November 2018.

Cllr Mitchell suggested having different start times for the Council of Governors Meetings to be more inclusive. The Chair stated that it was the Governors meeting and they could shape the meeting to suit themselves. There was some discussion timings of meetings and how holding the last Governors Informal Meeting at 5.30 pm had improved attendance.

The Chair suggested that an email be sent to all Governors following the meeting, to request a preferred start time between 2.30 pm and 5.30 pm and that Governors provide a response by

close of play on Monday, 6th August. The start time with the majority of votes would be the meeting start time.

RESOLVED: That Mrs Gaynor email the Governors with optional start times for the next meeting and request responses back by Monday, 6th August. Mrs Gaynor to confirm details of the next meeting by return email.

c) Review of the Chair/NED Recruitment Process and Proposed Amendments to the Trust Constitution

The Chair reported that a Governors sub-group had been convened to review the Chair and NED appointments process and the associated amendments to the Constitution in the light of a number of points raised by Governors about the Trust Chair's recruitment. The Chair stated that, since issuing an email about a week ago, several Governors had contacted him requesting further time to review the documentation. The Chair stated that the appointment of the Chair and Non-Executive Directors was a Governor-led process therefore if they required more time it was a Council of Governors decision.

The Chair stated that Mr Roff, an existing Non-Executive Director, had confirmed that he would be leaving the Trust in August 2018 therefore the recruitment would have to be undertaken against the existing Constitution and appointment process.

Mr Stuart stated that it would be unwise to recruit under a Constitution and appointment process which had caused chaos and that the appointment process should be resolved.

The Chair asked the Governors for views and the majority agreed that the review should be deferred.

RESOLVED: That the amendments to the appointments process and the Constitution be deferred until November 2018.

That the Chair would write to NHSI informing them of the delay and the intention to recruit a Non-Executive Director under the existing Constitution.

The Chair stated that clarity should be provided to assist the officers in the recruitment of the Non-Executive Director.

The Chair stated that the Chief Executive should not be involved in the appointments process and that the membership of the Nominations Committee should be widened to include more Governors, who would be appointed through expressions of interest.

RESOLVED: That the Nominations Committee be widened to include more Governors.

That Mrs Gaynor would request expressions of interest.

Post Meeting Note: The Nominations Committee Terms of Reference will be amended to reflect the following Governor membership:

- Trust Chair* (Committee Chair) (Voting – except on Chair recruitment items)
- Lead Governor (Voting)
- Deputy Lead Governor (Voting)
- Another 3 Public Governors (Voting)
- 1 Appointed Governor (Voting)
- 1 Staff Governor (Voting)

The quoracy will be amended to:

A quorum shall consist of five Committee members, which must include the Trust Chair (or Deputy Chair, the Senior Independent Director or another Non-Executive Director).

RESOLVED: That the Nominations Committee Terms of Reference be amended.

d) Feedback from Board Committee Meetings: Quality Committee/ Finance Committee / Strategic Workforce Committee.

The feedback reports were circulated during the meeting.

Mrs Crouch stated she had not attended the Quality Committee Meeting on 18th July 2018.

Mrs Roche reported that she had attended the Strategic Workforce Committee Meeting on 17th July 2018 and had completed a feedback form, but she had not been sure what the role entailed. She stated that she had enquired of the Chair of the meeting what was expected and it had been confirmed that she observe the whole meeting and then to make summary observations to the content of the meeting.

Mrs Roche informed the Governors that she had summarised 15 items which had included some quite complex technical data around training, workforce development, staffing and clinical areas such as A&E. She stated that it had been a challenge to take observations from the meeting and put into context.

Mrs Crouch agreed with Mrs Roche, and stated that at her first meeting of the Quality Committee, she had experienced similar difficulty extracting information that she thought Governors would need to know about. She confirmed that a feedback summary form was available for Governors to use, which provided guidelines about the key areas to be reported back on. She suggested that a good approach would be to report of those key areas important to Governors. The Chair agreed that Governors should provide their view point of the meeting.

Mrs Roche also stated that Governors should be ambassadors for the Trust. She stated that with regards to the Membership Committee, she was unsure who the membership leaflets were aimed at and stated that some work was required on promoting the Trust. Mr Owen confirmed that he was to meet with Mrs Gaynor to progress work surrounding membership.

e) Information Governance (IG) Mandatory Training

The Chair reported that there were still some Governors who had not completed the IG mandatory training workbook. He stated that the outstanding Governors were required to progress.

RESOLVED: That Mrs Gaynor email those Governors still outstanding and attach the Code of Conduct form and the IG workbook and questions for completion.

f) Annual Members Meeting 2017/18

The Chair stated that the draft minutes had been included with the agenda and that any issues be raised with Mrs Gaynor. He stated that these would be approved at the next Annual Members Meeting in 2019.

RESOLVED: That any issues regarding the draft minutes be raised with Mrs Gaynor.

10. Feedback from External Auditors

The Chair informed the Governors that Mr Othmane Reguzi, PwC, was in attendance to provide feedback and assurance to the Governors on the audit process regarding the Annual Report, Annual Accounts and Quality Report for 2017/18. It was noted that all the appropriate papers had been circulated with the agenda. The Chair invited Mr Reguzi to feedback to the Governors.

Mr Reguzi stated that he was aware the reports had been previously circulated and would be happy to answer any questions from the Governors.

Mr Reguzi explained that PwC's role was to form an opinion on the financial statements of the Trust, review the Trust's Annual Governance Statement, provide a conclusion as to the arrangements the Trust had in place to secure its resources and to carry out any work specified by NHS Improvement, which included work on the Trust's Quality Report.

Mr Reguzi confirmed that as a result of the audit on the content of the Quality Report, which had included two mandated indicators and one local indicator, PwC had issued a clean opinion on the two mandated indicators and on the third local indicator. He stated that the

accounts and financial statements had been reviewed by the Audit Committee and that PwC had not identified any material issues.

He invited questions from the Governors.

Mr Stuart queried what constituted the 4-hour target? It was confirmed the 4-hour target began when the patient arrived in the A&E department to either admission, transfer to another hospital or discharge.

Mrs Crouch queried if there had been an impact of not agreeing a control total for year ending 2017/18 and whether this had already put the Trust in deficit for the year 2018/19? Mr Hearty stated that at the Audit Committee Meeting on 23rd May, it had been considered whether the Trust was a going concern and would be able to discharge its financial duties for the 2018/19 financial year. He reported that the Committee had been agreed that the Trust would be a 'going concern' in 2018/19. The Chair stated that in relation to valuation of property the Auditor's assess the price to book value (PBV) and this would be re-assessed annually via either a desktop review or physical valuation. Mr Reguzi confirmed that as the value of property can either go up or down and therefore there is a risk to the Trust, however, the Auditor's ensure that values are given accurately based on the current market.

Mr Hameed asked Mr Reguzi whether the public had received value for money from the Trust. He stated the Auditor's use information such as, CQC inspections, forecasting and assessments. He confirmed that after a review of this information PwC had no reasons to suggest the Trust was not.

11. Lead Governors Report

a) Notes from the Governors Informal Meeting held on 10th July 2018

It was noted that the notes from the Governors Informal Meeting on 10th July 2018 had been circulated with the agenda papers.

Mrs Crouch stated that the Governors had discussed the process of the formal Council of Governors Meetings and how to shape the meetings going forward. It was felt that there were too many presentations and information provided and not enough discussion took place. She reported that Governors would prefer a strategic overview of data indicating trends. Governors also felt that more focus was required on patient experience and to understand the processes involved.

It was noted that from the Adjournment Debate discussions the Governors had indicated a number of inaccuracies and that there was potential learning from this across the Trust. The Chair agreed that this came back to the Board of Directors being open and honest and the relationship between Governors and Non-Executive Directors. He stated that to improve way of working together, that training be undertaken together to better understand each other's role.

RESOLVED: That Governors and Non-Executives undertake training together in order to understand each other's roles.

Mrs Crouch stated that there were currently vacancies on the Dementia Steering Group and the Mortality Committee. She stated that the Celebrating Success Awards Governor representative had been chosen following a review of the Staff Governors and Governors who had previously been involved. This had left a few Governors who were placed into a draw and the successful candidate had been Mr Hameed.

Mrs Crouch stated that she had sent a thank you email for Mrs Oliver's attention and asked that it be forwarded on to her. Mr Burrow confirmed he would check Miss Oates emails and action.

RESOLVED: That Mr Burrow check Miss Oates emails and forward Mrs Crouch's thank you email to Mrs Oliver.

There was a short discussion around the acoustics in the Boardroom. The Chair confirmed that he consider possible solutions.

RESOLVED: That the Chair consider possible solutions to the acoustic issue in the Boardroom.

b) Governor Focus on Patient Experience

This item had been discussed under item 11a.

12. Membership Committee's Chair's Report

a) Membership Committee Assurance Report

It was noted that the report had been circulated with the agenda papers.

Mr Owen noted that there was a lack of interaction from the Council of Governors with Membership and encouraged all Governors to be involved. He requested that all Governors be made aware of the dates of the Membership Committee meetings. It was agreed to invite all Governors to the next meeting. The Chair confirmed that Governors had two duties; holding the Non-Executive's to account and to promote Membership.

RESOVLED: That Mrs Gaynor email the dates of the Membership Committee meetings to all Governors and invite them to attend the next meeting.

13. Standard Reports

a) Items to be Recommended for Decision or Discussion by the Board of Directors

There were no items for decision or discussion by the Board of Directors.

b) Items Recommended for Decision or Discussion by the Board Committees

There were no items for decision or discussion by the Board Committees.

c) Annual Work Plan

The items for discussion at the formal Council of Governors meetings during 2018/19 were highlighted in the Annual Work Plan.

d) Attendance Monitoring

The attendance monitoring form was provided for information.

Post Meeting Note: Subsequent to the meeting, the Chair had sent Mr Hudson a letter due to his attendance falling below the Trust Constitution's requirement.

e) Motions or Questions on Notice

There were no motions or questions on notice.

f) Urgent Motions or Questions on Notice

There were no motions or questions on notice.

g) Value of the Month

The Chair re-iterated that the Value of the Month for July was "Positive - What have you done to make you feel proud?"

h) Review of Meeting: Living the Values

Governors were reminded that the Value of the Month for August would be included in Team Brief on 7th August 2018.

i) Declaration of Confidentiality

No items were declared as confidential.

RESOLVED: That the confidential items under the Freedom of Information Act would be noted from the minutes of the meeting.

j) Date of Next Meeting

The next meeting will take place on Wednesday 31st October 2018 in the Boardroom, Trust Headquarters, Blackpool Victoria Hospital.

Post Meeting Note: The next meeting will take place on Wednesday, 7th November 2018 at 2 pm in the Boardroom, THQ, BVH.

DRAFT