

Minutes of the Blackpool Teaching Hospitals NHS Foundation Trust
Council of Governors Meeting held on Wednesday 11 March 2020
at 2.00 pm in the Board Room, Trust Headquarters,
Blackpool Victoria Hospital

Present: Mr Pearse Butler Chair

Public Governors:-

Mrs Jeannette Beckett	Blackpool Constituency
Mrs Sue Crouch	Wyre Constituency
Mrs Adele DeVito	Blackpool Constituency
Mr Steven Gratrix	Fylde Constituency
Mrs Pat Greenhough	Wyre Constituency
Mr Zacky Hameed	Blackpool Constituency
Mrs Camilla Hardy	Blackpool Constituency
Mr George Holden	Blackpool Constituency
Mrs Sheila Jefferson	Fylde Constituency
Mrs Christina McKenzie-Townsend	Wyre Constituency
Mrs Lisa Robins	Blackpool 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 Constituency
Dr Ranjit More	Medical & Dental Constituency
Mrs Sharon Vickers	Nursing & Midwifery Constituency

Appointed Governors:-

Dr Debbie Kenny	UCLAN
Councillor Martin Mitchell	Blackpool Council
Mrs Margaret Bamforth	Blackpool and the Fylde College

In Attendance:-

Mr Mark Beaton	Non-Executive Director
Dr Sheena Bedi	Non-Executive Director
Mr Tim Bennett	Deputy Chief Executive/Executive Director of Finance & Performance
Mr Matthew Burrow	Head of Corporate Assurance
Mrs Jacinta Gaynor	Membership & Governors Officer (Minutes)

1. Chairs Welcome and Introductions

The Chair welcomed everyone to the meeting.

2. Declarations of Interests

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

3. Apologies for Absence

Apologies for absence were received from Mr Paul Bibby (Appointed Governor - Lancashire Care), Dr Amelia Hunt (Appointed Governor - Lancaster University), Mr Graham Curry (Public Governor - Blackpool Constituency), Mr Peter Farrington (Staff Governor - Nursing and Midwifery), Mr Stephen Cross, (Public Governor – North West Counties), Mr Stefan Verstraelen, Deputy Director of Quality Governance and Mrs Angela Bosnjak-Szekeres, Director of Corporate Governance.

4. Minutes of the Previous Council of Governors Meeting held on 12 November 2019

RESOLVED: That the minutes of the previous meeting held on 12 November 2019 be agreed as a correct record and signed by the Chair.

5. Matters Arising:- Action List

The Chair stated that two Governors had not completed the IG Mandatory Training and requested that this be actioned as a matter of urgency.

RESOLVED: That the two Governors concerned would complete their IG Mandatory Training as a matter of urgency.

6. Minutes of the Extraordinary Council of Governors Meeting held on 9 January 2020.

RESOLVED: That the minutes of the Extraordinary Council of Governors Meeting held on 9 January 2020 be agreed as a correct record and signed by the Chair.

The Chair thanked the members of the Nominations Committee and the Governors for their work in respect of the NED recruitment process.

7. Chair's Report

a) COVID-19 Pandemic

The Chair provided the following update with regard to the COVID-19 pandemic.

He stated that the whole NHS was expecting a high volume of patients, resulting in an increased workload across the Trust. He confirmed that the Board had discussed the Trust's response to the pandemic and that the main priority for the Board would be to ensure the correct support was in place for all staff. He assured the Governors that Government advice and guidelines were being implemented on a daily basis to support staff, keep them safe and remain resilient. He reported that the Board had agreed that the Trust needed to do what was right and necessary, despite the costs, and that the financial implications would be addressed at a later date. He confirmed that staff would be working very differently with the use of information technology at the fore and that all meetings had been stood down at the present time. He stated that virtual meetings would be take place using tele-conferencing and video-conferencing to keep staff and stakeholders informed. He also stated that there would be less patients attending the hospital and that out-patient clinics would be take place via tele-conferencing and video-conferencing.

Governors were advised that the use of overseas student nurses would continue and that they would be appropriately screened before working at the Trust, and this was further confirmed by Mrs Vickers.

The Chair confirmed that the following actions had been implemented by the Trust:-

- a designated assessment area;
- reduced length of stay and elective activity to create capacity;
- ensured that national guidance was assimilated across the Trust;
- ensured that all staff complied with the guidance;

- escalation plans had been agreed and introduced across the Trust to ensure it was as robust as possible.

Mrs Greenhough queried whether there was an overflow system in place and it was confirmed that the Trust's Winter Plan was still operational and that escalation plans were in place to cope with staff sickness and the staff being affected by school closures. The Chair confirmed that the Trust was working closely with social care colleagues as the effects of the pandemic would be felt for some time to come.

b) Atlas Update

The Chair provided the following update with regard to BFW Management Ltd (Atlas).

The Chair advised that an independent review of Atlas had been commissioned to ensure that robust governance was in place. The Chair further advised that Mr Case had stood down as Chair of BFW Management Ltd and that he was currently undertaking the role on an interim basis, until such time as a new Chair was recruited.

Mr Holden queried whether there was any change in the reporting requirements. It was confirmed that no alterations had been made to the reporting requirements. The Chair stated that this would be included in the review to ensure that the correct level of governance reporting was in place.

Dr More sought assurance that taxation issues with Atlas were correct and the Chair responded in the affirmative.

c) Executive Appointments

The Chair provided the following update on Executive Director appointments:-

- Mrs Janet Barnsley had been appointed as the substantive Executive Director of Operations (Planned Care).
- Mrs Berenice Groves had been appointed as the substantive Executive Director of Operations (Families, Adult & Long Term Conditions, Unscheduled, Soft FM & Estates, Emergency Preparedness Resilience & Response).
- Mr Kevin Moynes had been appointed as the substantive Joint Executive Director of HR & OD.
- Mrs Nicki Latham had been appointed to the new substantive role of Executive Director of Strategic Partnerships and she will start in post after her notice period with NHSE/I has expired.

Mrs Hardy questioned the financial implications on these appointments. The Chair confirmed an overspend, but with reduced costs in sharing the Chief Executive and Director of HR & OD roles across the two Trusts.

d) Governor Visits

The Chair advised that all Governors held a standard DBS certificate, which allowed them to make accompanied visits to wards and areas of the Trust. He stated that the Governors' visits would be scheduled, ensuring that the Governors were clear about the objectives of the visits.

There was some discussion around the process of visits, the production of feedback in a timely manner and ensuring that actions were being taken. The Chair agreed that the process was moving forward in the right direction.

The Chair confirmed that, as a result of one of these visits, an issue had been highlighted whereby ambulances were not able to park due to other vehicles parking on pavements, therefore, the Health and Safety Team had arranged for railings to be installed to resolve the issue. It was noted that the way in which issues were raised with the Estates Department was being investigated.

8. Non-Executive Director Appointment: Introduction/Background Information

Dr Bedi stated that she had almost 30 years' experience of working within the NHS, beginning as an inner-city GP and becoming involved in the transforming and collaborative change within the integration of the Greater Manchester health care system.

Dr Bedi stated she was also a Trustee for a national charity that supported women into work and had co-founded a healthcare company, delivering community healthcare services to the NHS and local authorities.

9. Governance:-

a) Recommendation for Appointment of Non-Executive Director

The Chair informed the Governors that Mr Michael Hearty was due to leave the Trust at the end of March 2020. He further informed the Governors that a discussion had taken place at the Nominations Committee meeting on 25 February 2020 regarding the possible appointment of Mr Tony Warne, who had been a strong candidate during the previous Non-Executive Director recruitment process. It was noted that the Nominations Committee had discussed and unanimously agreed to recommend to the Council of Governors that Mr Warne be offered the post of Non-Executive Director to replace Mr Hearty. Governors were advised that Mr Warne was currently a Non-Executive Director and Vice Chair at Wrightington, Wigan and Leigh NHS Foundation Trust.

The Chair asked the Governors whether they supported the recommendation from the Nominations Committee.

RESOLVED: That the recommendation from the Nominations Committee to offer Mr Tony Warne the post of Non-Executive Director be approved.

b) Process for Chair's Appraisal

The Chair left the meeting for this item.

Mrs Crouch informed Governors that the Nominations Committee had discussed the national guidance in relation to NHS Chairs' appraisals and that the process would involve the Governors and that objectives for 2020/21 would be submitted to the Council of Governors in due course.

It was noted that the Chair's appraisal would be conducted by Mr Hearty (Non-Executive Director and Senior Independent Director) and that a summary report would be shared with the Council of Governors in due course.

Mrs Crouch advised that Miss Oates would circulate the Chairs' appraisal template from the national guidance to Governors and she asked that this be completed and returned within the requested timescale. Mrs Crouch asked Governors to contact Miss Oates if they had not received this information by tomorrow. Mr Burrow agreed to check that the email and template had been sent to Governors.

RESOLVED: That Governors would return their feedback on the Chair's performance within the requested timescale.

That Mr Burrow would check with Miss Oates whether the email and template had been sent to Governors.

c) Process for Non-Executive Director Appraisal

Mr Beaton and Dr Bedi left the meeting for this item and the Chair re-joined the meeting.

The Chair advised the Governors that the NEDs' appraisals would take place in March/April 2020, with the outcome being reported to the Nominations Committee and the Council of Governors.

d) Process for Governor Elections

Mr Beaton and Dr Bedi re-joined the meeting.

The Chair reported that the Governor elections were due to take place in 2020, commencing in May and concluding in September. It was noted that there were seven Governors who were eligible to stand for re-election and two Governors (Mr Holden and Mrs Jefferson) who had completed 9 years in office and therefore could not be considered for re-election.

The Chair thanked Mr Holden and Mrs Jefferson for their contribution to the Council of Governors during the past 9 years.

e) Proposed Arrangements for Election of Deputy Lead Governor

The Chair reported that a new Deputy Lead Governor would need to be elected to replace Mr Holden in September 2020. The Chair stated that the election process would commence in June 2020.

f) Mandatory Training: Information Governance

It was noted that this item had been discussed under item 5.

g) Governor Declarations

The Chair stated that Governor annual declarations would need to be completed for 2020/21 and that a communication would be issued to all Governors in due course.

h) External Audit Contract

Mr Bennett reported that the Audit Committee had made a recommendation to the Council of Governors to extend the External Audit contract with PricewaterhouseCoopers (PwC) until 30 September 2020, which would allow PwC to complete the annual audit. He informed Governors that there had been no issues or concerns highlighted by the Audit Committee, however, he explained that it was good practice to re-tender for services every five years and he confirmed that the Trust would commence the re-tendering process during this extension period.

Mrs Crouch sought assurance that this process would be undertaken to prevent further contract extensions. Mr Bennett confirmed that due process would be followed.

RESOLVED: That approval be given to extend the External Audit contract with PricewaterhouseCoopers until 30 September 2020.

RESOLVED: That Mr Bennett would ensure that the re-tendering process for audit services was undertaken and that due process was followed.

10. Performance and Strategy:-

a) Winter Plan Update

Mr Bennett updated the Governors about winter planning, stating that the winter had been challenging with an increase in patients, however, new initiatives had begun including the frailty test of change and the safer Blackpool test of change. He reported that, at present, the winter beds would remain open until the end of April 2020.

b) Board Committee Feedback (Performance & Operations Committee)

Mr Beaton stated that the Performance & Operations Committee was a newly established Committee and had previously been part of the Finance Committee.

Mr Beaton outlined the approach the Committee had taken to seek assurance, the key areas of focus and the actions being taken by the Committee.

Mr Gratrix thanked Mr Beaton for his inclusive approach to Chairing the Committee, and stated that he felt valued as a Governor at the meetings.

The Governors agreed that the new approach to their involvement in committees was beneficial.

c) Board Committee Minutes:-

i) Workforce Transformation Committee

Mrs Roche provided the following feedback; she queried the value of the feedback reports that Governors' produced for the Council; she stated that the Non-Executive Directors' effectiveness in Chairing meetings should be connected to their appraisal; she highlighted a number of issues, in particular, the recruitment of juniors doctors, and agency staff engagement.

It was noted that, during the meeting, there had been good interventions and challenges by the Non-Executive Directors.

Mr Beaton stated it had been a very good meeting with detailed discussion.

The Chair confirmed that it was most important for staff to be supported at this difficult time. It was confirmed that a delivery of face masks had been received and that further training would be provided to staff on fitting masks. Mrs Vickers stated that the Infection Prevention Team had supplies and that staff should not rely on wards to provide face masks. The Chair confirmed that this message would be communicated to staff.

RESOLVED: That a communication would be issued to all staff advising that face masks were available from the Infection Prevention Team.

RESOLVED: That the Governor feedback forms would be reviewed.

Mr Beaton stated that it was important to re-assure staff and to consider the top five most important issues. The Chair stated that he would address this issue with Mr Murphy. It was noted that staff should hear more about 'we' as an organisation.

RESOLVED: That the Chair would discuss with Mr Murphy the top five most important issues in order to re-assure staff.

ii) Finance & IMT Committee

Mr Holden noted that the minutes included with the agenda papers related to the January 2020 meeting, although there had been a further meeting in February 2020, and therefore the information did not reflect the up to date financial position. The Chair confirmed that the minutes would not be circulated until they had been approved by the Finance Committee, however, this did not prevent a discussion at the Council of Governors meeting in relation to the content of the February meeting. Mr Holden informed the Governors that the Finance Committee was clear about the financial position in terms of sustaining the improvements on quality.

iii) Quality Committee

Mrs Crouch reported that the Quality Committee meeting held on 21 January 2020 had been a good meeting. She queried whether the pressure care mattresses and new beds had been purchased and the Chair confirmed that this issue would be checked with Mr Murphy.

RESOLVED: That Mr Murphy would be contacted to check whether the pressure care mattresses and new beds had been purchased.

iv) Performance and Operations Committee

The minutes of the Performance & Operations Committee meeting were noted.

v) Clinical Effectiveness Committee

Mrs Hardy informed the Governors that the Committee had an excellent Chair, but that another Non-Executive Director was required for this Committee. The Chair confirmed that a review of all Board Committees was due to be undertaken.

RESOLVED: That a review of all Board Committees would be undertaken.

At this point Mrs Beckett queried whether feedback was required from the Informatics Committee meeting. The Chair confirmed that feedback was provided only from the Board Committee meetings.

11. Quality and Safety:-

a) CQC Action Plan

The Chair stated that, in view of apologies being received from Mr Verstraelen, this item would be deferred to a subsequent meeting.

12. Lead Governor and Deputy Lead Governor Report

a) Notes from the Governors Informal Meeting held on 25 February 2020

Mrs Crouch confirmed that the Governors would be trialling a new format for the Governors informal meetings, whereby the Chair would attend for the second half of the meeting in order to discuss agenda items for the formal meeting. She stated that there had been a discussion between the Governors in relation to ways to feedback into the system the natural intelligence Governors gathered and this would be addressed by the Membership Committee. Governors were reminded about the action from the last Council of Governors meeting about being more involved in order to be able to hold the Non-Executive Directors to account. Mrs Crouch advised that a letter had been circulated to Governors requesting feedback about how they could support the Membership Committee and assist with strategy.

The Chair confirmed that, in order to keep the process informal, the new format for the informal meetings would involve action notes being produced.

b) Governor Training

Mrs Crouch recorded her thanks to the Board for the Governor Training. It was noted that, going forward, Governor training would be offered to the newly elected Governors. It was agreed that Governors would be consulted about the timing and, once confirmed, all Governors would be invited to attend for the interactive sessions.

The Chair stated that the training would more than likely be postponed until July 2020.

c) Feedback on the Quality Indicator

Mrs Crouch stated that, as part of the external audit and NHS Improvement requirements, the Governors reviewed the Quality Report to ensure it was consistent with data sources. It was noted that this was in relation to audit data collection and the reporting procedures. Mrs Crouch advised that the Governors were responsible for choosing the local indicator based on local priorities and she confirmed that earlier in the day the Governors' Annual Report & Accounts Sub Group had proposed the 62 day maximum GP referral for the local indicator. It was confirmed that this would be an audit to ensure the correct process was followed to measure the indicator and would not be a 'deep dive' into the indicator.

RESOLVED: That the proposed local indicator relating to the 62 day maximum GP referral be approved.

13. Chairs' Updates from Council of Governors Committee Meetings:-

a) Membership Committee Governor Feedback Form

The feedback from the Membership Committee was noted.

b) Governors Strategic Focus Group: Governors Feedback Form

The feedback from the Governors Strategic Focus Group was noted.

c) Nominations Committee: Feedback Report

The Nominations Committee Report was noted, in particular the recommendation for the appointment of Mr Tony Warne which had been approved under item 7.

It was noted that the process and timeline for the Chair and Non-Executive Directors' appraisals had been discussed and agreed, with the provision for consultation with the Council of Governors.

14. Items Recommended for Discussion or Decision by:-

i) Council Committee

There were no items recommended for discussion or decision at Council Committees.

ii) Board Committees

There were no items recommended for discussion or decision at Board Committees.

iii) Board of Directors

There were no items recommended for discussion or decision at the Board of Directors Meeting.

15. Items for Information/ Discussion/Approval:-

a) Annual Schedule of Meetings

The Annual Schedule of Meetings was noted.

b) Annual Work Plan

The Annual Work Plan was noted.

c) Attendance Monitoring

The Attendance Monitoring document was noted.

d) Trust Values / Examples of Value of the Month

The Value of the Month was noted.

16. Motions

a) Motions or Questions on Notice

There were no motions or questions on notice.

b) Urgent Motions or Questions on Notice

i) Contact Details

There were no urgent motions or questions on notice.

Mr Burrow asked Governors for their consent for the Corporate Team to circulate their contact details to all Governors. The Governors agreed for their contact details to be circulated to the Council of Governors.

RESOLVED: That the Governors' contact details would be circulated to the Council of Governors.

ii) Governors Informal Meeting Date

Mr Holden queried when the next Governors informal meeting would take place. The Chair advised that this would be confirmed at a later date.

RESOLVED: That the date of the next informal meeting would be circulated to Governors in due course.

17. Formal Meeting Review

Following review it was agreed that sufficient time had been provided for Governors to discuss agenda items.

18. Declaration of Confidentiality

There were no items declared confidential and, as such, exempt from disclosure under the Freedom of Information Act 2000.

RESOLVED: That no items be declared confidential under the Freedom of Information Act 2000.

19. Date of Next Meeting

The next meeting of the Council of Governors will take place on Wednesday 20 May 2020 at 2.00 pm in the Board Room, Trust Headquarters, Blackpool Victoria Hospital.