

**Minutes of the Full Council of Governors meeting
(to consider public papers)
Friday 26th June 2020, 2.45pm
Held using web conference - WebEx**

Present: Name	Status	Representing
Mr Fred Allen	Public Elected Governor	Central Dudley
Mr Arthur Brown	Public Elected Governor	Stourbridge
Mr Mike Heaton	Public Elected Governor	Brierley Hill
Mrs Hilary Lumsden	Public Elected Governor	Halesowen
Mrs Ann Marsh	Staff Elected Governor	Allied Health Professional & Healthcare Scientists
Mrs Natalie Neale	Public Elected Governor	Brierley Hill
Mr Rex Parmley	Public Elected Governor	Halesowen
Ms Yvonne Peers	Public Elected Governor	North Dudley
Mr Peter Siviter	Public Elected Governor	South Staffordshire & Wyre Forest
Mrs Mary Turner	Appointed Governor	Dudley CVS
Cllr Steve Waltho	Appointed Governor	Dudley MBC

In Attendance:	Status	Representing
Mrs Liz Abbiss	Head of Communications	DG NHS FT
Mr Julian Atkins	Non-executive Director	DG NHS FT
Mrs Helen Board	Deputy Trust Secretary (Interim)	DG NHS FT
Dame Yve Buckland	Chairman Chair of meeting	DG NHS FT
Professor Gary Crowe	Non-executive Director	DG NHS FT
Mrs James Fleet	Chief People Officer	DG NHS FT
Mr Jonathan Hodgkin	Non-executive Director	DG NHS FT
Ms Catherine Holland	Non-executive Director	DG NHS FT
Professor Liz Hughes	Non-executive Director	DG NHS FT
Mr Tom Jackson	Director of Finance	DG NHS FT
Mr Ian James	Associate Non-executive Director	DG NHS FT
Mrs Karen Kelly	Chief Operating Officer	DG NHS FT
Mr Richard Miner	Non-executive Director	DG NHS FT
Mr Liam Nevin	Trust Secretary	DG NHS FT
Mr Vij Randeniya	Associate Non-executive Director	DG NHS FT
Mr Adam Thomas	Acting Chief Information Officer	DG NHS FT
Ms Diane Wake	Chief Executive	DG NHS FT
Mr Lowell Williams	Associate Non-executive Director	DG NHS FT

Apologies:	Status	Representing
Mr Marlon Amulong	Staff Elected Governor	Nursing & Midwifery
Ms Joanna Davies-Njie	Public Elected Governor	Stourbridge
Ms Jill Faulkner	Staff Elected Governor	Non Clinical Staff
Ms Sandra Harris	Public Elected Governor	Central Dudley
Dr Julian Hobbs	Medical Director	DG NHS FT
Mrs Maria Kisiel	Appointed Governor	University of Wolverhampton
Dr Atef Michael	Staff Elected Governor	Medical and Dental
Mrs Margaret Parker	Staff Elected Governor	Nursing & Midwifery
Ms Nicola Piggott	Public Elected Governor	North Dudley
Mrs Edith Rollinson	Staff Elected Governor	Allied Health Professional & Healthcare Scientists
Mrs Mary Sexton	Interim Chief Nurse	DG NHS FT
Mr Alan Walker	Staff Elected Governor	Partner Organisations
Mrs Farzana Zaidi	Public Elected Governor	Tipton & Rowley Regis

COG 20/1.0 2.45pm	Welcome
COG 20/1.1	Introductions & Welcome The chairman opened the meeting of the Full Council of Governors and welcomed all to the meeting and asked that a note be made that the public had not been invited to attend and plans would be to do so at future meetings.
COG 20/1.2	Apologies Apologies had been received as above.
COG 20/1.3	Declaration of interest The chairman asked those present to indicate if there were any items to declare in respect of the published agenda. The chairman declared interests as Chair of the Royal Orthopaedic Hospital and Pro Chancellor of Aston University.
COG 20/1.4	Quoracy The meeting was declared quorate.
COG 20/1.5	Announcements Governor training and development session Mrs Board advised that the next governor training and development session would be held on the new date of 30 th July and would recirculate the invitation and proposed schedule.
COG 20/2.0	Previous meeting
COG 20/2.1	Note of the previous full Council of Governors meeting held on 22nd May 2020 (Enclosure 1) The notes were accepted as an accurate record and would be signed by the chair.
COG 20/2.2	Re-appointment of the interim chairman <i>[Dame Yve Buckland left the meeting at this point. Ms Holland experienced technical difficulties, left the meeting and was unable to deliver this section]</i> Mr Atkins confirmed that the Council has unanimously agreed at the meeting to re-appoint Dame Buckland for a further 12 month term effective from May 2020.
COG 20/2.3	Matters arising <i>[The chairman re-joined the meeting]</i> There were none.
COG 20/2.4	Action points All actions that were complete would be removed from the list. Action COG19/75 – Council to Council meeting (DG & ROH. Mrs Board reported that this would be scheduled once it was appropriate to do so subject to social distancing requirements.

<p>COG 20/3.0 2.55pm</p>	<p>FT Governance Arrangements (Enclosure 2)</p> <p>Mr Nevin asked all present to review and approve the proposed the Foundation Trust governance arrangements for the restoration and recovery during the period April 2020 to March 2021 related to:</p> <ul style="list-style-type: none"> • Chair and NED appraisals • Council of governors annual work plan • Council of Governor Elections 2020 • Trust Constitution review • Trust public membership • Membership engagement activities <p>The chairmen thanked Mr Nevin for the report adding that the Council had the opportunity review and consider the proposals at their meeting held in May and invited questions. There were none.</p> <p>The chairman asked all present for their approval of the proposal. This was unanimously approved by all present without abstention.</p>
<p>COG 20/4.0 3.00pm</p>	<p>Chief Executive report and Chair's update (Enclosure 2)</p> <p>Ms Wake presented the report provided as enclosure two and asked those present to note the activities, updates provided and news items related to the Trust, the region and the wider national arena.</p> <p>Ms Wake then provided an update on the latest COVID-19 figures and added that the number of positive cases had decreased significantly with 4 or 5 per week; however, the Trust remained watchful to spot any signs of a second surge and noted that some areas of the Midlands were experiencing some challenges. She described the process whereby all emergency admissions who were to stay overnight were tested and those scheduled for elective surgery that were required to self-isolate for 14 days and be tested 72 hours prior to their planned procedure date.</p> <p>Restoration and recovery plans were progressing and the Trust continued to utilise capacity provided by the independent sector with a clear message for the public that the Trust was 'open for business'. She acknowledged some of the challenges faced by the Trust and other trusts across the country to restore services to pre-COVID levels and gave an example of diagnostics. Ms Wake gave assurance that every patient awaiting a rapid diagnosis was subject to a rigorous clinical assessment that was reported to the Risk and Assurance Group and monitored by the Quality and Safety Committee of Board. Ms Wake advised that Emergency Department attendances via ambulance conveyances continued to increase whilst walk in attendance remained lower than pre-COVID levels.</p> <p>Ms Wake added that a second surge was anticipated in mid-July; the Trust maintained its incident room and provided daily reports to the Department of Health and monitored statistics closely. The Trust continued to receive regular Government guidance and had gave an example of the recent introduction of mask wearing and temperature checking measures. She praised the exceptional performance of the infection, prevention and control teams in the Trust. The Trust would maintain 2 metre social distancing wherever possible in all areas.</p> <p><i>[Mrs Marsh joined the meeting at this point]</i></p>

Mrs Board relayed a compliment that had been received from governor Ms Davies-Njie who had visited the hospital on the previous day with her elderly mother. They had been impressed with the safety features in place and how well organised everything had been and concluded that her mother had no concerns about attending. The positive feedback had been circulated by the Trust on social media as part of the virtual feedback Friday activity.

The chairman thanked Ms Wake for the update and invited questions. The chairman added that the overall ED performance of the Trust had been acknowledged by NHS Improvement on a recent regional call as being one of the best in the region.

Mr Parmley asked for an update on the modular ward and ED redesign project.

Modular ward Ms Wake advised that the full business case had been developed based on clinical needs and would be submitted to the Board of Directors in the coming week with a proposed timetable to have the facility open in time to support winter pressures.

ED redesign project had been restarted with a plan to achieve approval of the plans by the end of the year with construction to begin in early 2021.

The chairman expressed that the redevelopment work was positive news for the Trust and would provide much needed capacity to support the social distancing requirements, improved ED pathways and winter pressures.

Mrs Marsh asked for an update on the integration of community services and commented that there was anxiety amongst many staff and asked for staff focussed communications to be circulated.

Multi-speciality Community Provider (MCP/ICP) Mr Jackson summarised the key milestones of the project over the last four years which had recently culminated in the establishment of a separate organisation; Dudley Integrated Health and Care NHS (DIHC). A decision had been recently made by the Trust's Board to no longer support the new structural form and had asked for a pause in the procurement process that would transfer 25% of the Trusts activity to the a stand-alone organisation. He noted that the risks to the Trust that had been flagged to the commissioners had yet to be resolved. Mr Jackson confirmed that the Trust Board is fully supportive of the integration of services and had met the DIHC board earlier that day to discuss a way forward.

The chairman thanked Mr Jackson for the update and confirmed that the Trust was keen to ensure that all stakeholders were briefed on the ramifications of the project and the impact it would have. She referenced the letter received from the Trusts consultant body that had been unanimous in not supporting the structure and delivery proposal. The chairman confirmed that a Board to Board meeting would take place the following week where the Trust would again re-iterate its support and commitment to achieving a resolution that would represent value for money and the best outcomes for patients. The chairman and the chief executive agreed to circulate a briefing note to all council members providing further details and context. Ms Wake advised that a series of MCP/ICP staff briefings had been scheduled to take place each week during July and agreed to send a copy of the event invites to all staff governors.

[Ms Holland re-joined the meeting]

	<p>ACTIONS</p> <p>Circulate ICP briefing document to all Council members D Wake</p> <p>Circulate MCP/ICP staff briefing event invites to all staff Governors D Wake</p>
COG 20/5.0	Safe Caring and responsive
COG 20/5.1 3.10pm	<p>Update from Quality and Safety Committee (Enclosure 4)</p> <p>Dr Hughes presented the report given as enclosure four and asked the Council to note the contents that summarised the discussions at the last meeting held 26th May 2020 and highlighted:</p> <p>The committee received an update on the work done in relation to the Gold Standards Framework that was impressive and acknowledged the work of Dr Jo Bowen and her team.</p> <p>Dr Hughes was pleased to note that there had been a significant reduction in the backlog of complaints in the period since the Council had last met.</p> <p>The Committee had been assured by the standard of work undertaken by the Trust's Ethics Committee and welcomed its continuation.</p> <p>The Committee also took assurance from the Trust's decision to uphold the process regarding correct blood labelling in tube and clear communication to be provided to the new cohort of junior doctors.</p> <p>Dr Hughes concluded by noting that the Committee had met virtually with a focussed agenda and reduced attendance and had been pleased overall with the progress being made.</p> <p>The chairman thanked Dr Hughes for her report and invited questions.</p> <p>There were none.</p>
COG 20/6.0	Effective
COG 20/6.1 3.20pm	<p>Update from Finance and Performance Committee (Enclosure 5)</p> <p>Mr Hodgkin presented the report given as enclosure five that reflected the key items considered at meeting held in May 2020 and gave a verbal update of the key items subsequently discussed at an informal meeting held the previous day.</p> <p>Mr Parmley asked for further information about the Trusts year- end position and the impact of COVID-19</p> <p>Mr Hodgkin confirmed that the Trust has delivered a surplus in 2019/20 and acknowledged this as a significant achievement. He noted that the impact of operational changes as a result of COVID-19 were complicating assurance around divisional spend. The finance team would review all budgets to support the financial planning for the year ahead. The additional costs incurred by COVID-19 had been reimbursed and the interim national financial framework (initially April – July) intended that trusts would operate on a break even basis and expected this arrangement to be extended to the end of the financial year.</p>

	<p>The Trust was currently performing well nationally. Recovery plans were in place for all constitutional standards and a significant proportion of patients were now being seen through virtual outpatient clinics with screening to identify those who needed to be seen in the hospital. In respect of RTT, performance against all specialties had deteriorated and there were concerns that some patients were not attending appointments. The Trust's objective was to return to pre-COVID levels by the end of March 2021 and trajectories for constitutional standards were based on this.</p> <p>The Chair thanked Mr Hodgkin for his update and asked those present to review the full contents of the report.</p>
COG 20/6.2 3.30pm	<p>Update from Audit Committee (Enclosure 6)</p> <p>Mr Miner presented the report given as enclosure six and summarised the Committee exception report and advised that the Auditor's report on the Trusts 2019/20 Annual Report and Accounts would be circulated to the Council of Governors when available. The Auditors had issued a clean audit report with an unmodified opinion. He confirmed that the Annual Report and Accounts had been submitted to parliament in line with the revised timetable.</p> <p>The chairman thanked Mr Miner for the update and invited questions. There were none.</p>
COG 20/6.3 3.35pm	<p>Update from Digital Trust technology Committee (Verbal)</p> <p>Ms Holland provide a verbal update of the key items that had been considered at the last meeting of the Committee held the previous day that had included a review of corporate risks and the need to remain vigilant with the increased amount of cyber attacks experienced by the NHS.</p> <p>Mr Thomas added that assurance should be taken as evidenced by the joined up working of the Board Committees and gave the example of VTE which had been flagged at the Quality & Safety Committee and a plan agreed to utilise digital solutions devised at the Digital Trust Technology Committee who would monitor it.</p> <p>The chairman thanked Ms Holland for the update and invited questions. There were none.</p>
COG 20/7.0	Well-Led
COG 20/7.1 3.45pm	<p>Update from Workforce & Staff Engagement Committee (Enclosure 7)</p> <p>Mr Atkins presented his report given as enclosure seven and asked those present to note that the report contained an update from the meeting held on 26th May 2020.</p> <p>Mr Atkins highlighted that even with the major challenges presented by COVID-19, Trust staff had sustained a good level of mandatory training. The Committee has asked for further updates to be submitted detailing the Trust's vision for transforming ways of working.</p> <p>He noted the new initiatives underway to support staff with the launch of BAME & LGBTQ+ staff inclusion networks and the proposed recruitment of a Head of Quality and Inclusion.</p>

	The chairman thanked Mr Atkins for the update and invited questions. There were none.
COG 20/7.2 3.45pm	<p>Council of Governors Annual Review 2019/20 (Enclosure 8)</p> <p>Mr Nevin advised that all governors had been invited to attend a training and development session scheduled for 30th July where there would be an opportunity to review the survey feedback and identify learning and actions to report back to the September meeting of the full Council.</p>
COG 20/8.0 3.50pm	<p>Governor matters (Verbal) <i>This section relates to items raised by governors other than those covered on the meeting agenda.</i></p> <p>The following items had been raised in advance of the meeting:</p> <p>Resumption of Quality and Safety reviews Mr Allen asked about Trust plans to resume any form of Quality & Safety Reviews work in a virtual or other format. Mrs Board advised that the Chief Nurse and her team were reviewing options and further information would follow.</p> <p>Resumption of face to face meetings Mr Allen asked about scheduled meetings e.g. full council, board of directors. Mrs Board advised that the Trust was awaiting further guidance around distancing and operation of meetings.</p> <p>Wearing of masks Mr Parmley had noted that on a recent visit to the Russells Hall Hospital, he noticed that some staff and volunteers were not adhering mask wearing guidelines and wanted to know what steps the Trust would take to enforce the new guidelines. Ms Wake advised that the areas concerned had been contacted and asked to remind staff and confirmed they will enforce and spot check for compliance monitoring.</p> <p>MP engagement Mr Parmley asked about the level of engagement the Trust had with its local MPs. The chairman confirmed that the chief executive and herself maintained regular contact and gave examples - weekly briefing emails provided similar to those issued to governors and meetings held monthly, or more often if needed with members of Board as required.</p>
COG 20/9.0 4.00pm	<p>Any other Business</p> <p>There was none.</p>
COG 20/10.0	<p>Close of meeting and forward dates: 2020</p> <p>The chairman advised that the next quarterly meeting of the full Council was scheduled for Thursday 10th September 2020.</p> <p>The chairman thanked all for attending and drew the meeting to a close at 4.00pm.</p>

Dame Yve Buckland, Chair of meeting

Signed..... Dated

Outstanding	Item to be addressed
To be updated	Item to be updated
Complete	Item complete

Council of Governors meeting held 26th June 2020

Item No	Subject	Action	Responsible	Due Date	Comments
COG 19/75.0	Council to Council meeting (DG & ROH)	Arrange transport for Dudley Governors for their visit to ROH on date to be agreed.	Mrs Board	<i>Subject to social distancing guidelines</i>	Initially proposed to visit RoH on 20/5 and attend CoG meeting Under review
COG 20/4.0	Multi-speciality Community Provider (MCP/ICP)	Circulate MCP/ICP briefing document to all Council members	D Wake	2/7/2020	Complete
COG 20/4.0	Multi-speciality Community Provider (MCP/ICP)	Circulate MCP/ICP staff briefing event invites to all staff Governors	D Wake	26/6/2020	Complete