

**Minutes of the 2<sup>nd</sup> meeting of the Council of Governors**  
**Thursday 19<sup>th</sup> March 2009, 6.00 – 8.00pm at the Clinical Education Centre,**  
**Russells Hall Hospital, Dudley**

**Present:**

<b>Name</b>	<b>Status</b>	<b>Representing</b>
Mr Mark Cooke	Appointed Governor	Dudley PCT
Ms Rachel Harris	Appointed Governor	Dudley PCT
Professor Martin Kendall	Appointed Governor	University of Birmingham Medical School
Mr Steve Waltho	Public Governor	Dudley Brierley Hill
Dr P D Gupta	Public Governor	Dudley Central
Mrs Janet Robinson	Public Governor	Rowley Regis
Mr Bob Ferguson	Public Governor	Dudley Central
Mr Harvey Woolf	Public Governor	Dudley North
Mr Simon Biggs	Public Governor	Dudley North
Mrs Pat Siviter	Public Governor	Wyre Forest
Mr Roy Savin	Public Governor	Dudley Stourbridge
Mr John Balmforth	Public Governor	Dudley Halesowen
Ms Rosemary Bennett	Public Governor	Dudley North
Mr Darren Adams	Public Governor	Stourbridge
Mr Adrian Hamlyn	Staff Governor	Medical & Dental
Mr David Ore	Staff Governor	Non Clinical Staff
Mr Graham Russell	Staff Governor	Nursing & Midwifery
Professor Linda Lang	Appointed Governor	Wolverhampton University
Ms Jane Southall	Staff Governor	Nursing & Midwifery
Mr Howard Perrin	Public Governor	Rest of the West Midlands
Mrs Diane Jones	Public Governor	South Staffordshire
Mr Richard Brookes	Public Governor	Dudley Brierley Hill
Cllr Anne Hingley	Appointed Governor	Wyre Forest DC
Mr Simon Tovey	Staff Governor	Partner Organisations
Mrs Catherine Earle	Public Governor	Stourbridge
Mrs Mary Turner	Appointed Governor	Dudley Council for Voluntary Services
Ms Pamela Boucher	Appointed Governor	DGoH Volunteers appointed by DCVS

**In Attendance:**

Mr Alf Edwards	(Chair of Meeting)	
Mr David Badger	Non Executive Director	Dudley Group of Hospitals NHS Foundation Trust
Mrs Ann Becke	Non Executive Director	Dudley Group of Hospitals NHS Foundation Trust
Mr Jonathan Fellows	Non Executive Director	Dudley Group of Hospitals NHS Foundation Trust
Mr David Wilton	Non Executive Director	Dudley Group of Hospitals NHS Foundation Trust
Mrs Kathryn Williets	Non Executive Director	Dudley Group of Hospitals NHS Foundation Trust
Mr Jonathon Fellows	Non Executive Director	Dudley Group of Hospitals NHS Foundation Trust
Mr Paul Farenden	Chief Executive	Dudley Group of Hospitals NHS Foundation Trust
Mrs Denise McMahan	Director of Nursing	Dudley Group of Hospitals NHS Foundation Trust
Mr Paul Assinder	Director of Finance & Information –Secretary to the Council	Dudley Group of Hospitals NHS Foundation Trust
Mrs Liz Abbiss	Head of Customer Relations & Communications	Dudley Group of Hospitals NHS Foundation Trust
Mr Mark Jones		Price Waterhouse Coopers
Mr Andrew Tunton		Express & Star

<b>1.</b>	<b>Apologies</b> Dan Horrocks Ian Mullins Jane Beard Rob Johnson Wendy Hadley Diane Lee Atif Janjua
<b>2.</b>	<b>Minutes of the Council of Governors meeting 11 December 2008</b>

	The minutes were signed as a correct record of the meeting.
<b>3.</b>	<p><b>Matters Arising:</b></p> <p><b>3.1 Future Meetings</b> Alf Edwards asked the Council if they felt there were sufficient meetings planned to accommodate the range of issues that had been identified. The Council proposed that more meetings be arranged, at least in the short term, to address this matter and this was agreed.</p> <p><b>ACTION: Arrange additional meetings and advise governors.</b></p> <p><b>3.2 Governor Matters</b></p> <p>The Report of the Secretary to the Council of Governors given at Enclosure 2 was noted. Paul Assinder informed the Council that it was proposed that Governors would attend some education events and they should choose which ones they would like to be invited to.</p> <p><b>The following resignations were noted:</b> Alan Jones - Tipton Dr L Abudu – Worcs PCT</p> <p><b>ACTION: The CEO of Worcester PCT to find replacement</b></p> <p><b>3.3 Council of Governor Development/FT Governors Association</b></p> <p>It was noted that the Trust had joined the FT Governors Association, operated by The King’s Fund, and two Governors would be selected to attend these meetings.</p> <p>David Badger informed the Council that a discussion paper had been sent out. There was an amendment to page 3 regarding the appointed Governor and the main roles to be provided by key stakeholders. A group would be set up to monitor progress and assess methods for developing Governors in their role.</p> <p><b>ACTION: Date to be set for working group</b></p> <p><b>3.4 Service Strategy Development Working Group</b></p> <p>The report by Simon Tovey, given at Enclosure 3, was noted together with approval of the Terms of Reference.</p>
<b>4.</b>	<p><b>Appointment of External Auditors</b></p> <p>Paul Assinder informed the Council that Price Waterhouse Coopers had been appointed as External Auditors and details given at Enclosure 4 were noted. There was a discussion around the length of the contract of PWCs appointment and the recommendation for 5 years was agreed.</p> <p>The Council of Governors also approved Jonathan Fellows as Chair of Audit.</p>
<b>5.</b>	<p><b>Trust Annual Plan 2009/10 Update</b></p> <p>Paul Assinder gave brief details of the plan, which will go to Board of Directors in April. The final Plan to go to Monitor by 18 May.</p> <p>The Service Strategy Development Working Group would be engaged as the plan was being developed.</p> <p><b>5.1 Comments from Service Strategy Development Working Group on the IBP</b></p> <p>The Trust had provided the working group with extracts from the Integrated Business Plan (IBP) as background information to support strategy development within the Trust. Simon Tovey informed the Council that the group were happy with the elements of the plan that they had considered but were concerned that the Trust had not provided the plan in full for their consideration. The Chairman responded that the commercially sensitive nature of certain elements of the plan had influenced this decision, but said the new annual plan would be shared.</p>

6.	<p><b>Healthcare Commission Declaration Update Comments</b></p> <p><b>6.1. Update from Service Strategy Development Working Group</b></p> <p>Simon Tovey informed the Council it was difficult to comment on the Declaration as the Council of Governors had only been in place for part of the year. He said the Council would like to see regular progress reports throughout the year to inform this process.</p> <p><b>ACTION: Quarterly report to Council of Governors</b></p>
7.	<p><b>Quarterly Monitor Performance Report</b></p> <p>The report from Paul Assinder given at Enclosure 7 was noted. There are three elements measured; Finance, Governance and Mandatory Services. Paul Assinder gave an update on the position.</p>
8.	<p><b>A&amp;E Exception Report</b></p> <p>The report given at Enclosure 8 was noted and the Council wanted to know what the implications of not achieving the 98% target. A discussion was held around the activity in A&amp;E and Paul Farenden informed the Council the Trust would continue to put resources into the A&amp;E Dept. Paul Farenden informed the Council that a plan had been submitted to Monitor explaining how performance would be sustained and we are currently awaiting a response.</p> <p><b>8.1 Mid Staffs Review</b></p> <p>The Trust was undertaking a review of the report regarding issues at Mid Staffordshire Hospital and the Council of Governors would be given feedback on the outcome of that analysis.</p> <p>He also commented that the Trust holds mortality and morbidity reviews with lead clinicians in each directorate on a planned basis so that all clinical areas are reviewed.</p>
9.	<p><b>Foundation Trust Membership Update</b></p> <p>The report given at Enclosure 9 was noted. Liz Abbiss gave an update on FT membership and we currently have 9,000+ members.</p> <p>The first Health Fair Event for members was held last week which was a great success and the Governors were thanked for their help. It was suggested a video of each event should be recorded in the future.</p>
10.	<p><b>Update from Communications/Membership Sub-Committee</b></p> <p>The report given at Enclosure 10 was noted. Simon Biggs gave an update on meetings held as follows:</p> <ul style="list-style-type: none"> <li>- A trip to another Trust was planned to meet other Governors.</li> <li>- Signs by ticket machines had improved.</li> <li>- Training done by staff had been passed to Governors.</li> <li>- Training questionnaires will be shared.</li> <li>- Governors to look at preferred method of contact i.e. by telephone.</li> <li>- A letter of introduction can be provided if required for Governors to use in their constituencies</li> </ul>
11.	<p><b>Recommendations from the Remuneration Committee</b></p> <p>The recommendations in the report given at Enclosure 11 were considered.</p> <p>Darren Adams stated that a report by an outside company, detailing remuneration levels of non executive directors of the 62 approved Foundation Trusts, formed the basis of their recommendations.</p> <p>After debate, the Council approved the recommendations.</p>

<b>12.</b>	<b>Any Other Business</b>  Nothing to report
<b>13.</b>	<b>Date of the next meeting:</b>  The next meeting of the Council of Governors will be held on <b>4 June 2009</b> in the Clinical Education Centre, 1 Floor, C Block, Russells Hall Hospital.