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**COUNCIL OF GOVERNORS**

**MINUTES OF  
MEETING HELD ON  
18 JUNE 2014**

**BOARDROOM  
EDUCATION CENTRE  
ARROWE PARK HOSPITAL**

**Present:**

Michael Carr	Chairman
Donald Shaw	Lead Governor
Brian Beechey	Governor
Brian Cummings	Governor
Mandy Duncan	Governor
Sue Hill	Governor
Robert Howell	Governor
John Karran	Governor
Barbara Kerr	Governor
Jane Langsdale	Governor
Rosemary Morgan	Governor
Norman Robinson	Governor
Beverly Ross	Governor
Carol Skillen	Governor
David Steele	Governor

**In attendance:**

David Allison	Chief Executive Officer
Sam Armstrong	Interim Trust Secretary
Mark Blakeman	Director of Informatics
Jill Galvani	Director of Nursing and Midwifery
Anthony Hassall	Director of Strategy and Partnerships
Graham Hollick	Non-Executive Director
Lyn Meadows	Non-Executive Director
Evan Moore	Medical Director
Alistair Mulvey	Director of Finance
Jean Quinn	Non-Executive Director
Carole Self	Associate Director of Governance
Julie Adley-Sweeney	Membership Manager

**Foundation Trust Members:**

John Davies  
Neil Wright  
Susan Wright

**Apologies:**

Paula Clare	Governor
Kathy Hodson	Governor
Evelyn Hurren	Governor
Peter Kinderman	Governor
Anita Leech	Governor
Cathy Bond	Non-Executive Director
Richard Dutton	Non-Executive Director
Jeff Kozer	Senior Independent Director
Cathy Maddaford	Non-Executive Director

Ref	Minute
CoG 14-15/ 001	<p><b>Apologies for Absence</b></p> <p>Apologies were noted as above.</p>
CoG 14-15/ 002	<p><b>Declarations of Interest</b></p> <p>There were no interests declared</p>
CoG 14-15/ 003	<p><b>Minutes of the Previous Meeting</b></p> <p>The minutes of the previous meeting held on the 18<sup>th</sup> March 2014 were approved as an accurate record.</p>
CoG 14-15/ 004	<p><b>Matters Arising</b></p> <p>None</p>
CoG 14-15/ 005	<p><b>Chairman's Business</b></p> <p>The Chairman welcomed all present and in particular Carole Self as the new Associate Director of Governance.</p> <p>The Council were advised of the outcomes of the elections in April 2014 for the 2 constituencies of Bromborough &amp; Eastham and Greasby, Frankby, Irby, Upton and Woodchurch, these being Mr Steve Evans and Mr Brian Beechey respectively. Mr Beechey was welcomed to his first meeting.</p> <p>The Chairman confirmed that Mr Peter Kinderman, nominated governor from the University of Liverpool had stepped down and the University had now nominated Dr Fadil Hannan from the Faculty of Health and Life Sciences to replace him which the Council was very happy to accept.</p> <p>The Council were advised of a number of recent Consultant appointments these being: Miss Bethan Jones; Dr Paul Flannagan; Dr Venkata Pawan Kumar Lekharaju; Dr Simon Whittingham-Jones; Dr Anju Jacob and Mr Balasubramanian Ramasamy.</p> <p>The Chairman confirmed that the Foundation Trust Network Association FTGA had decided to suspend its plans to move away from its current hosting arrangements to its own organisational structure, including recruiting a CEO, but that they would continue to fully support Governors in undertaking their statutory role.</p> <p>The Chairman was pleased to advise that the architects responsible for the design of the new entrance of hospital had been crowned winner of the Public Vote, in the Small Projects category and commended in the Community category in the recent Manchester Architects Design Awards.</p>

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	The Council were provided with an overview of the current situation regarding Wirral CCG noting that this was under sub judice.
<b>CoG 14-15/ 006</b>	<p><b>Governors' Business</b></p> <p>The Lead Governor confirmed that a series of questions had been raised through the Interim Trust Secretary which the Chairman indicated would be dealt with in the meeting or responded to in due course.</p>
<b>Governance</b>	
<b>CoG 14-15/ 007</b>	<p><b>Register of Interests - Council of Governors</b></p> <p>The Council received the annual register of interests and agreed that this would be included in the Annual business cycle.</p>
<b>CoG 14-15/ 008</b>	<p><b>Governor Elections - Timetable</b></p> <p>The Council noted the Governor Elections timetable.</p>
<b>Performance</b>	
<b>CoG 14-15/ 009</b>	<p><b>Trust Performance</b></p> <p><b>Report from Chief Executive</b></p> <p>The Council were advised of the improvements in the Friends and Family Test results which were now amongst the best nationally for ED.</p> <p>The current performance against the A &amp; E standard of 95% was confirmed as 91% as a site, this being the main A &amp; E site and the walk in centre. The reasons behind the performance were attributed to increased demand; A &amp; E Consultant vacancies and difficulties associated with patient discharge. Actions being taken to improve performance included a range of "Perfect Day" exercises to understand how the service would be different in these scenarios. The first of three of these exercises had been undertaken. The further reconfiguration of the estate was also confirmed as assisting with the improvement later this year.</p> <p>The Council discussed the disparity between the friends and family test results and the overall A &amp; E performance and the possible action from Monitor for future failure of the standard.</p> <p>HSMR mortality rates were reported as improving.</p> <p>The Council noted the 2 areas below target under Advancing Quality and were advised that these would both be back on track in the month. The appointment of 2 further Nurse Specialists for Heart Failure was noted.</p> <p>Performance against the Cost Improvement Programme CIP was reported as needing more work together with the expectations over the next 5 years for the Trust and for the Health economy.</p> <p>Financial performance was noted. In Month 12 a marginal surplus of £205k was</p>

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	<p>achieved. The Trust reported a year end deficit of £3M due to operational overspending throughout the year but in particular in the first quarter. Two significant savings schemes aimed at reducing managerial costs and capacity were outlined. The Council also noted that the first two months of the financial year showed a position worse than forecast, and that early improvement would be required if further regulatory action by Monitor was to be avoided.</p> <p>The Council were advised of the request from Monitor for the Trust to secure external support in order to identify schemes that would improve the financial sustainability of the Trust. The Chief Executive outlined the positive impact made when the Trust had previously engaged with external support and was hopeful therefore of the same outcome.</p> <p>The Monitor Q3 Monitoring Report was noted. The Council agreed to review whether the information received was helpful and accessible as part of the Governors Workshop in July 2014.</p>
<p><b>CoG 14-15/ 010</b></p>	<p><b>Response to Francis: Publishing Nurse Staffing Paper</b></p> <p>The Council were updated on the guidance now set out to ensure compliance with the National Quality Board Paper.</p> <p>The Director of Nursing provided an update on how the Trust was responding to the requirements at ward level and the methodology undertaken. The Council were signposted to the Trust website and the NHS choices website for further details of the Trust's monthly performance which would be available from 24 June 2014.</p> <p>The Council were also advised of the requirement to provide monthly and bi-annual reports to the public Board of Directors meeting on staffing numbers.</p> <p>The Council recorded their thanks to the Director of Nursing and her team for the work undertaken to date.</p>
<p><b>CoG 14-15/ 011</b></p>	<p><b>Summary Report from Board of Directors Meetings 26 March, 2 April, 30 April and 28 May 2014</b></p> <p>The Council received and noted the summary report from the Board of Directors meetings.</p>
<p><b>CoG 14-15/ 012</b></p>	<p><b>Report from Quality and Safety Committee</b></p> <p>The Council received a presentation on the work of the Quality and Safety Committee. The focus of the presentation was how the Committee worked to provide assurance and thus improve clinical outcomes and patient experience.</p> <p>The likely impact of the downturn in the financial position on staff morale and sickness levels in the future was noted putting greater emphasis on the importance of managing any change process sensitively in the future.</p> <p>The Council recorded their thanks to the Quality and Safety Committee for the work they had undertaken to date.</p>

Ref	Minute
<b>Strategy &amp; Development</b>	
<b>CoG 14-15/ 013</b>	<p><b>Trust's Two Year Operational Plan 2014-16</b></p> <p>The Council noted the Operational Plan 2014-16.</p>
<b>CoG 14-15/ 014</b>	<p><b>Trust's Five Year Strategic Plan</b></p> <p>The Council received a presentation on the Strategic Plan.</p> <p>The Council were thanked for their contributions which had proved useful in the development of the plan.</p> <p>The presentation provided the Council with a clear overview of the assumptions used to develop the plan and some of the questions posed to inform the strategic thinking.</p> <p>The Council were briefed on the key interdependencies required to secure clinical and operational sustainability together with the service line and corporate initiatives which included timescales which would support the plan.</p> <p>A high level income and expenditure forecast was provided which included the indicative cost improvement plan and an outline of the key strategic risks facing the organisation.</p> <p>The Council were advised of the next steps required to ensure approval of the strategic plan by 30th June 2014; together with the process for further review and the timescale for Monitor feedback.</p>
<b>CoG 14-15/ 015</b>	<p><b>Governor Development Day - 10 July</b></p> <p>The Chairman outlined the agenda for the next Governor Development Day which included both items requested by Governors as well as items of strategic importance, as follows:</p> <ul style="list-style-type: none"> <li>• An Update from Estates on the Maintenance work arrangements for the Trust</li> <li>• How to improve Membership Engagement</li> <li>• An update from the Chief Executive on the corporate re-structuring exercise now underway</li> <li>• A review of performance and financial reporting at CoG meetings</li> </ul>
<b>Audit</b>	
<b>CoG 14-15/ 016</b>	<p><b>Audit Committee Report for March and May 2014</b></p> <p>The report was noted.</p>
<b>Standing Items</b>	
<b>CoG 14-15/ 017</b>	<p><b>Minutes of Governor Committees:</b></p> <ul style="list-style-type: none"> <li>• <b>Annual Plan Advisory Committee (17 March, 8 April and 12 May)</b></li> </ul> <p>The minutes were noted.</p>

Ref	Minute
<b>CoG 14-15/ 018</b>	<b>Any Other Business</b>  The Chairman recorded his thanks to Sam Armstrong as this was his last Council of Governors Meeting together with his thanks to both Richard Dutton and Lyn Meadows for their valuable contributions as Non-Executives. The Council were advised that both Non-Executives would leave at the end of June 2014.  The Council were advised that the timing of future meetings would also be discussed at the forthcoming Governors Development Day.
<b>CoG 14-15/ 019</b>	<b>Date and Time of Next Meeting</b> Wednesday 23 September 2014 at 4.00pm followed by the Annual Members' Meeting at 6.30 p.m.

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**Chairman**

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**Date**