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**COUNCIL OF GOVERNORS**

**MINUTES OF  
MEETING HELD ON  
23 SEPTEMBER 2014**

**BOARDROOM  
EDUCATION CENTRE  
ARROWE PARK HOSPITAL**

**Present:**

Michael Carr	Chairman
Donald Shaw	Lead Governor
Brian Beechey	Governor
Paula Clare	Governor
Brian Cummings	Governor
Mandy Duncan	Governor
Fadil Hannan	Governor
Kathy Hodson	Governor
Robert Howell	Governor
John Karran	Governor
Barbara Kerr	Governor
Jane Langsdale	Governor
Rosemary Morgan	Governor
Beverly Ross	Governor
Carol Skillen	Governor

**In attendance:**

David Allison	Chief Executive Officer
Cathy Bond	Non-Executive Director
Jill Galvani	Director of Nursing and Midwifery
Sharon Gilligan	Director of Operations
Anthony Hassall	Director of Strategy and Partnerships
Andrea Hodgeson	Non-Executive Director
Graham Hollick	Non-Executive Director
Jeff Kozier	Senior Independent Director
Cathy Maddaford	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:**

Brenda Kerr  
Derek Hampson  
Wendy Sheen

**Apologies:**

Mark Blakeman	Director of Infrastructure & Informatics
Evelyn Hurren	Governor
Anita Leech	Governor
Norman Robinson	Governor
David Steele	Governor
Iain Stenhouse	Governor

Ref	Minute
<b>CoG 14-15/ 020</b>	<b>Apologies for Absence</b> Apologies were noted as above.
<b>CoG 14-15/ 021</b>	<b>Declarations of Interest</b> There were no interests declared
<b>CoG 14-15/ 022</b>	<b>Minutes of the Previous Meeting</b> The minutes of the previous meeting held on the 18 <sup>th</sup> June 2014 were approved as an accurate record.
<b>CoG 14-15/ 023</b>	<b>Matters Arising</b> None
<b>CoG 14-15/ 024</b>	<b>Chairman's Business</b>  The Chairman welcomed all present and in particular Fadil Hannan, Appointed Governor representing the University of Liverpool to his first meeting.  The Chairman informed the Council that a review of the CCG had been undertaken with regard to governance and structures and that an interim Leadership Team was currently in place whilst the outcomes from the process were progressed.  The Council was advised of a number of recent Consultant appointments these being: Dr Catherine Hayle; Mr Raman Vinayagam; Dr Turab Ali; Dr Latha Rajan and Dr Denise Langhor.  The Chairman was pleased to report that the Trust had recently had its annual PLACE assessment and that the percentage scores had not only increased upon last year's performance, but were also above the national average in all areas.  The Council was informed of a recent CQC visit to the Trust and advised that whilst there were areas of good practice there were also some areas for improvement highlighted. The Chairman confirmed that, once received, the full report would be shared with Governors.
<b>CoG 14-15/ 025</b>	<b>Governors' Business</b> The Lead Governor confirmed that there was no additional business, which had not already been addressed on the current agenda.
<b>Governance</b>	
<b>CoG</b>	<b>Nomination Committee</b>

Ref	Minute
14-15/ 026	<p>The Chairman proposed to the Council that Anita Leech would replace Peter Kinderman on the above committee, taking the required Stakeholder Governor position, as stated in the Constitution. He also confirmed that the current public and staff Governors on the committee would remain in place to provide continuity. The public Governors were confirmed as Donald Shaw; Beverley Ross and David Steel. The Staff Governor was confirmed as Rosemary Morgan.</p> <p>The Council approved the proposal.</p>
CoG 14-15/ 027	<p><b>Governor Election results</b></p> <p>The Council was advised that following the recent elections, four newly elected Governors would formally take up their posts following the Annual Members Meeting, these being:</p> <p>Brenda Kerr – Neston, Little Neston, Parkgate, Riverside, Burton, Willaston and Thornton  Derek Hampson – Liscard and Seacombe  Steve Evans – Bromborough and Eastham  Paul Harris – New Brighton and Wallasey</p> <p>The Council was also advised that Robert Howell had been successfully re-elected for a further term of office.</p>
CoG 14-15/ 028	<p><b>Governors' Cycle of Business</b></p> <p>The Council reviewed the cycle of business outlined for the remainder of 2014 and for 2015.</p> <p>The Chairman also advised that the date for next year's AMM was still to be confirmed in order that an evaluation could be undertaken following this year's AMM following the change in format.</p>
CoG 14-15/ 029	<p><b>Annual Self-Assessment of the Council of Governors</b></p> <p>The Associate Director of Governance advised the Council that the Annual Self-Assessment would be undertaken as in previous years, although the statements included this year would take into account the national context as outlined by Monitor.</p> <p>The Council was advised that the survey would be distributed by the end of the week and the intention was that these should be returned by the 13<sup>th</sup> October 2014. The Associate Director of Governance advised that the feedback from the survey would be communicated at the Council of Governors meeting in December 2014.</p>
<b>Performance</b>	
CoG 14-15/ 030	<p><b>Trust Performance</b></p> <p><b>Report from Chief Executive</b></p> <p>The Council was provided with detailed information concerning a number of key</p>

Ref	Minute
	<p>performance risks and actions.</p> <p>Key points discussed included the A &amp; E 4 hour performance standard and the action the Trust was taken to meet the standard over the coming months; the outbreak of CPE and how the Trust was managing this; and the financial position and what this meant for future savings plans and our ratings with the Regulator, Monitor. The Council recognised the difficult balance the trust was seeking to achieve, between delivering on financial performance and maintaining high quality services.</p> <p>Also included in the presentation was a range of questions raised by Governors ahead of the meeting, these included an update on the Trust's plans for outsourcing as well as the current position with regards to collaborations with other organisations.</p> <p>The Chief Executive concluded the presentation which some good news that the Trust had recently won the NW National Apprenticeship Award (employers with over 5000employees) and had also been shortlisted for the HSJ Award for Staff Engagement.</p>
<b>CoG 14-15/ 031</b>	<p><b>Summary Report from Board of Directors Meeting 30<sup>th</sup> July 2014</b></p> <p>The Council received and noted the summary report from the Board of Directors meeting on 30<sup>th</sup> July 2014.</p>
<b>Strategy &amp; Development</b>	
<b>CoG 14-15/ 032</b>	<p><b>Board Walkabouts</b></p> <p>The Director of Nursing and Midwifery presented the update on the Board Walkabouts previously undertaken and the proposals for the future.</p> <p>The Council debated the proposals and agreed with the Board of Directors' view that the teams should not be reduced any further. Governors highlighted the need to undertake the walkabouts out of hours in the future, align walkabouts with areas highlighted as concerns from members and to include more than one Governor on each team.</p> <p>Governors were asked to feed back any further recommendations to the Director of Nursing and Midwifery in order that a final proposal could be presented to the Board of Directors in October 2014.</p>
<b>CoG 14-15/ 033</b>	<p><b>Future Council of Governors' Workshops and Membership Engagement</b></p> <p>The Chairman outlined the outputs of the informal meetings held with Governors over the summer. The proposals included a change in format to the Council of Governor workshop meeting, and provided an update on the membership and engagement strategy for the coming months.</p> <p>Governors gave their support to the proposals.</p>
<b>CoG 14-15/ 034</b>	<p><b>Governor Workshop/Joint Board Session 4<sup>th</sup> November</b></p> <p>The Chairman outlined the format for the next Governor Workshop which included both a presentation followed by a departmental visit and a joint session with the Board.</p>

Ref	Minute
<b>Audit</b>	
<b>CoG 14-15/ 035</b>	<p><b>Audit Committee Report - 4<sup>th</sup> September 2014</b></p> <p>The Council received an interim report presented by Ms Cathy Bond, Chair of the Audit Committee. Key points included an update on the limited assurance report on Decontamination and the actions being taken to mitigate the risk; the new membership of the Committee and the work being undertaken on the Board Assurance Framework.</p>
<b>CoG 14-15/ 036</b>	<p><b>Quality and Safety Committee Report -10<sup>th</sup> September 2014</b></p> <p>The Council received the report on the work of the Quality and Safety Committee, presented by Dr Jean Quinn.</p> <p>Key points of positive improvement included the results of the Friends and Family test in the Emergency Department which were amongst the best in the country; the outcomes of the HSE visit following the Sharps incident which was highly commended and the work being undertaken to reduce grade 3 and 4 pressure scores and falls.</p> <p>Dr Quinn also outlined areas for concern, which included bed pressures; nurse staffing and the use of contingency wards.</p>
<b>Standing Items</b>	
<b>CoG 14-15/ 037</b>	<p><b>Any Other Business</b></p> <p>The Associate Director of Governance advised the Council that some of the questions raised at the pre-CoG meeting had been included in the Chief Executives presentation and the remainder had been answered and would be circulated following this meeting.</p> <p>The Chairman thanked Governors who would be departing from the Council due to their end of tenure. These were Helena Eaton, Sue Hill, Jane Langsdale, Jean McIntosh, Barbara Kerr and John Karran.</p>
<b>CoG 14-15/ 038</b>	<p><b>Date and Time of Next Meeting</b></p> <p>Wednesday 10<sup>th</sup> December 2014 at 5.00pm.</p>
<b>CoG 14-15/ 039</b>	<p><b>Closed Session</b></p> <p>Governors only</p>

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**Chairman**

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**Date**

