

Meeting Title	Board of Directors		
Date	7.3.19	Agenda item	Bo.3.19.5

Report from the Acting Chairman

Presented by	Dr Trevor Higgins, Acting Chairman		
Author	Jacqui Maurice, Head of Corporate Governance		
Lead Director	John Holden, Director of Strategy and Integration		
Purpose of the paper	The report provides an update on activity and engagement involving the Council of Governors since the previous report provided in January 2019.		
Key control	N/A		
Action required	To note		
Previously discussed at/informed by	<ul style="list-style-type: none"> - Council of Governors Meeting held 17 January 2019 - Council of Governors Performance Review held 24 January 2019 - Governor Elections Process launched 1 February 2019 		
Previously approved at:	Committee/Group	Date	

Analysis

1. Key items to note from the Council of Governors meeting held 17 January 2019

1.1 Terms of Reference.

The Council reviewed and approved the 'Council of Governors Terms of Reference for a further year. These are attached for information at Appendix 1. The Council also reviewed and approved the 'Governors Nominations and Remuneration Committee Terms of Reference' which are attached at Appendix 2.

1.2 Membership of the Governors Nominations and Remuneration Committee (NRC)

Following an appointment process agreed by the Council of Governors; I am pleased to report that Mr Alan Edmonds, Public Governor, has been confirmed as the newest member of the Governors Nominations and Remuneration Committee. Self-nominations from the Council of Governors were requested for membership of the Committee to replace Professor Marina Bloj whose term as a Governor will end on 31 March 2019. Mr Alan Edmond's membership will be effective from 1 April 2019.

1.3 Chair Appraisal Process 2018

Pauline Vickers, Senior Independent Director (SID) conducted the Chairman's appraisal on 30 November 2018. The Council noted that the appraisal was fully undertaken in line with the process agreed by them in April 2018 and that the SID had sought views from;

- Chief Executive
- Executive Directors
- Non-Executive Directors
- Council of Governors
- External Stakeholders

The Council confirmed that it had gained assurance from the report.

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1.4 Quality Report 2018/19: Locally Selected Indicator

In line with the NHS Improvement requirement for Governors to select an indicator for audit from the Foundation Trust's Quality Report; the Governors received a report from Ms Marian Olonade-Taiwoo, Governor member of the Working Group established by Governors in October 2018 to present a recommendation to the full Council of Governors on what indicator to select for audit. The audit is then required to be undertaken by the Foundation Trust's External Auditor (Deloitte LLP).

The Council confirmed its approval of the recommendation presented that the '*Summary Hospital-level Mortality Indicator (SHMI)* should be selected as the local indicator for 2018/19'.

The Council also confirmed its support for the proposal made by the Working Group that; Foundation Trust Showcase sessions should be scheduled during 2019 for Governors (and Members) with a focus on;

- The Maternity Indicators and the Quality work undertaken within that area and,
- The improvements in data collection through the Electronic Patient Record

The Corporate Governance team is working to schedule these sessions.

1.5 NHS Long Term Plan and, 2019/20 Operational Plan

Two very good presentations were received by the Council from:

- John Holden, Director of Strategy and Integration; covering the NHS Long Term Plan and,
- Matthew Horner, Director of Finance; covering the 2019/20 Operational Plan

A development session has been scheduled for 12 March 2019 where Governors will have the opportunity to take part in lengthier discussions with both Directors on the implications of the Long term Plan for Bradford and, share with the Director of Finance their views on the Foundation Trust's Operational Plan prior to the plan's submission to NHSI.

2 Letter to Governors regarding the developments in respect of the role of Chief Executive

On 18 January I wrote to the Council of Governors to provide a brief update on a number of developments including those in relation to the appointment of John Holden, Deputy Chief Executive and Director of Strategy and Integration as the Acting Chief Executive from 1 April 2019.

3 Appointment of Lead Governor

At the next meeting of the Council of Governors scheduled for 18 April 2019 the Council of Governors will be asked to confirm their appointment of a Lead Governor to replace Professor Marina Bloj whose term concludes on 31 March 2019. The Directors will be advised of the appointment following the meeting.

4 Review of the Performance of the Council of Governors

During January 2019, the Governors completed a self-assessment on the performance of the Council of Governors during the previous year. Governors then met with Professor Bill McCarthy at the end of January 2019 to review the outcomes and agree actions. A report will be provided to the Council of Governors in April and shared with the Board of Directors shortly thereafter.

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5 Governor Elections

Following the recent call for nominations to seven of our Governors seats, I am pleased to confirm that we welcome back the following Governors for second and third year terms.

- Ms Pauline Garnett, Staff Governor Nursing and Midwifery – for a second three year term
- Ms Wendy McQuillan, Public Governor Keighley – for a second three year term
- Ms Stella Hall – for a second three year term
- Ms Hardev Sohal – for a third three year term

I am also pleased to welcome to the Council of Governors, Mr David Robertshaw, who is appointed as the new Public Governor for Shipley. Their terms will run from 1 April 2019 to 31 March 2022.

The next call for nominations will take place on 11 March 2019 as there are two Governors whose current terms conclude in May 2019. At this time, nominations will also be sought for the additional two remaining Governor vacancies, which remain unfilled, to cover the Patient (Out of Bradford) Constituency and, the 'Rest of England and Wales' Public Constituency.

6 Quarterly meeting with the Vice-Chair of the Council of Governors

The next quarterly session where I will meet with the Vice-Chair of the Council of Governors will take place on Friday 12 April 2019. As with previous sessions, an open invitation will be extended to all Governors to attend.

7 Joint sessions with the Non-Executive Directors

The next joint closed session between the Non-Executive Directors and the Governors will take place on Thursday 18 April 2019 from 2.15pm to 3.15pm. This session will be followed by the Council of Governors meeting from 3.30pm to 5.30pm.

Recommendation

The Board of Directors is asked to note the report.