

Meeting Title	Board of Directors		
Date	12.9.19	Agenda item	Bo.9.19.6

Report from the Chairman

Presented by	Dr Maxwell Mclean, Chairman		
Author	Jacqui Maurice, Head of Corporate Governance		
Lead Director	Dr Maxwell Mclean, Chairman		
Purpose of the paper	The report provides an update on activity and engagement involving the Council of Governors since the previous report provided to the Board in May 2019.		
Key control	N/A		
Action required	To note		
Previously discussed at/informed by			
Previously approved at:	Committee/Group	Date	

Analysis

1. Council of Governors Meeting held 18 July 2019

The Board of Directors is asked to note the following key decisions and items of note discussed at the most recent Council of Governors meeting.

1.1 2018/19 External Audit: Report to the Council of Governors

The Council received a comprehensive report from the External Auditor (Deloitte) on their findings with regard to their audit of the annual report and accounts 2018/19. This included a report on their findings with regard to the Quality Report 2018/19 and the three indicators they were required to audit. Two indicators were mandated by NHS Improvement. The mandated indicators audit were 'A&E 4 hour Waits' and '62 day Cancer waits'. The third indicator they were required to audit was an indicator selected by the Council of Governors. The Board will recall that the Council of Governors had, at their meeting in January 2019, approved a recommendation to audit the Standardised Hospital Mortality Indicator (SHMI) The Governors were pleased to note that the outcome from the audit of the SHMI indicator was 'green' with 'no issues noted'. The outcome with regard to the audit of the '62 day Cancer waits' was also 'green' with no issues noted. With regard to the 'A&E 4 hour Waits'; one area was highlighted for improvement regarding the correct recording of data in line with the methodology'.

1.2 Appointment of External Auditor

As the Board is aware the Council of Governors is responsible for approving the appointment of the External Auditor. Governors appointed Deloitte LLP as the Foundation Trust's external auditor in May 2017 following a competitive tendering exercise. The contract runs to 31 May 2020. Governors have approved the establishment of an Audit Appointment Working Group (AAWG) to develop a recommendation to be made to the Council of Governors with regard to the appointment for the 2020/21 audit year onwards. Membership of the AAEG is now confirmed as:

- David Wilmshurst, Public Governor
- Alan Edmonds, Public Governor
- Jenny Scott, Public Governor
- Barrie Senior, Non-Exec Director, Audit and Assurance Committee Chair
- Selina Ullah, Non-Exec Director, Audit and Assurance Committee
- Jon Prashar, Non-Exec Director, Audit and Assurance Committee
- Matthew Horner, Director of Finance,

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- Michael Quinlan, Deputy Director of Finance
- Shahid Nazir, Strategic Head of Procurement

The first meeting of the AAWG is scheduled for 27 September 2019.

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1.3 Nominations and Remuneration Committee

The Governors received reports from the NRC from their meeting on 7 June. The full report is available on the website however I thought I would advise directly that the Council approved

- The Chair and NED appointment processes for 2019/2020. This process is reviewed annually by the Council of Governors and;
- The recommendation from the NRC that there would be no change for 2019/20 to the remuneration of the Non-Executives and Chair at the present time.

1.4 Patient Experience update

At my request the Chief Nurse presented to Governors a comprehensive presentation providing an overview of the outcomes from the 2018 Inpatient survey, together with a detailed plan to tackle the areas scoring least favourably.

2 Governor Engagement and Development

Since July 2019 Governors have taken part in a number of engagement and development activities. The following provides a summary of those key activities

2.1 Governor One-to-Ones

I am pleased to report that I have held individual face-to-face meetings with the majority of our Governors over the last month. These are proving invaluable in terms of understanding the priorities for Governors, getting to know each other better and supporting the development of a responsive Governor engagement programme. I intend to arrange for all Governors to have access to bthft e-mail addresses in order that they can be recipients of global e-mails and other such general correspondence; and to begin a series of regular 'Chairman reports' to Governors to ensure they are well briefed as to Trust business. Once I have met with all Governors I will provide feedback at our next Council of Governors meeting and will also make the Board aware of any further suggestions arising from my discussions.

2.2 Operational Plan: Capital Programme 2019/20

Governors have been provided with a full copy of the Trust's Operational Plan 2019/20 and joined Matthew Horner, Director of Finance and Jonny Scholtz, Assistant Director of Finance, at a session taking place on 23 August 2019. The session was very well attended with the primary focus being that of providing Governors with the opportunity to discuss the trust's Capital Programme. The session was very well received. A short briefing from the session is being prepared for circulation to all Governors.

3. Elections to the Council of Governors

The next election process is expected to be launched at the end of September 2019 for Governors to be in place at the beginning of December 2019. Self-nominations will be sought for the following Governor vacancies:

- Keighley Public Governor (1)
- Bradford West Public Governor (1)

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- Shipley Public Governor (1)
- Public Governor to represent the 'Rest of England and Wales' (1)
- Patient Governor (out of Bradford) (1)
- Staff Governor from the 'Medical and Dental' professional group (1)
- Staff Governor from the 'Allied Health Professionals and Scientists' (AHPs) professional group (1)
- Staff Governor to represent all out other staff groups (1)

At the start of the Governor election process, our independent, external election company will issue a 'Notice of Election' which includes an election timetable. The timetable will specify the key nomination and voting dates including deadlines. An on request nomination pack will be available to those wishing to stand along with the deadline date for receipt of nominations. Where more than one nomination is received for a governor vacancy an election will be held in that membership constituency.

To be eligible to stand for election nominees will first need to be a member of the Foundation Trust. Information with regard to Foundation Trust membership and a joining form is available online at <https://www.bradfordhospitals.nhs.uk/foundation-trust-membership/>

Information regarding Governors statutory duties and responsibilities along with the papers from previous meetings of the Council of Governors is available at this link <https://www.bradfordhospitals.nhs.uk/our-trust/how-we-make-decisions/>

All election documents will be published on our website at the start of the election process. For informal enquiries or to register to receive a nomination pack once the notice of election has been formally launched please contact Jacqui Maurice, Head of Corporate Governance, at jacqui.maurice@bthft.nhs.uk.

The Board is asked to share this information amongst their own networks and contacts to support diverse participation within the election process.

4. Annual General Meeting/Annual Members Meeting

The Annual General Meeting will take place on Thursday 17 October 2019. This is the same day as the meeting of the Council of Governors. It is expected that the AGM/AMM will commence from 5pm and conclude at 6.30pm. The schedule for the day along with confirmed timings will be published shortly.

5. Quarterly meeting with Governors

My next quarterly session with Governors is scheduled for Tuesday 1 October 2019. This provides a general opportunity for an informal meeting to take place between myself and the Governors. I would welcome any comments from Board members as to matters for discussion.

6. Joint sessions with the Non-Executive Directors

The next joint closed session between the Non-Executive Directors and the Governors is currently scheduled for 17 October. This session will be followed by the October Council of Governors meeting and the AGM/AMM. The full schedule for the day will be confirmed shortly.

Recommendation

The Board of Directors is asked to note the report.