

Confirmed Minutes - Council Of Governors Meeting

Date	Thursday 16 July 2020	Time	15:30 – 17:15
Venue	Meeting held virtually by Webex	Chair	Dr Maxwell Mclean, chairman
Present	<ul style="list-style-type: none"> - Dr Maxwell Mclean, chairman - Mr Amit Bhagwat, public governor, rest of England and Wales - Mr Dermot Bolton, public governor, Bradford west - Mr Alan English, public governor, Bradford south - Ms Pauline Garnett, staff governor, nursing and midwifery - Professor Alastair Goldman, partner governor, university of Bradford - Cllr Tariq Hussain, partner governor, Bradford metropolitan district council - Ms Wendy McQuillan, public governor, Keighley - Dr David Robertshaw, public governor, Shipley - Mr David Wilmshurst, public governor, Shipley - Ms Stella Hall, public governor, Bradford east - Ms Marian Olonade-Taiwoo, public governor, Keighley - Ms Kavitha Nadesalingam, staff governor 		
In attendance	<ul style="list-style-type: none"> - Ms Trudy Feaster-Gee, non-executive director - Mr Mohammed Hussain, non-executive director - Ms Selina Ullah, non-executive director - Ms Julie Lawreniuk, non-executive director - Mr Jon Prashar, non-executive director - Professor Laura Stroud, non-executive director - Mr Barrie Senior, non-executive director - Ms Mel Pickup, chief executive - Mr John Holden, director of strategy and integration/deputy chief executive - Ms Sandra Shannon, chief operating officer/deputy chief executive - Ms Pat Campbell, director of human resources - Ms Karen Dawber, chief nurse - Mr David Hollings, deputy chief digital & information officer\head of information technology (representing Ms Cindy Fedell, chief digital & information officer) - Ms Tanya Claridge, director of governance and corporate affairs - Ms Jacqui Maurice, head of corporate governance (minutes) - Mr Bryan Gill, chief medical officer 		

No.	Agenda Item	Actions
CGo.7.20.0	<p>Chair's opening remarks</p> <p>The chairman welcomed all to the meeting and highlighted the agenda items to be covered. He advised that at the previous joint session between the Governors and the NEDs they had included a discussion regarding the proposed changes to the governance structure and, importantly how the NEDs had been gaining assurance during the Covid pandemic, what the reset might look like and how the Trust was supporting BAME colleagues.</p>	
CGo.7.20.1	<p>Apologies for Absence</p> <p>The following apologies were noted.</p> <ul style="list-style-type: none"> - Ms Hilary Meeghan, public governor - Mr Kursh Siddique, public governor - Ms Hardev Sohal, patient governor - Ms Ruth Wood, staff governor 	

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	<ul style="list-style-type: none"> - Mr Mark Chambers, patient governor - Ms Helen Wilson, staff governor 	
CGo.7.20.2	<p>Declarations of Interest There were no interests declared.</p>	
CGo.7.20.3	<p>Minutes of the Meeting held on 16 January 2020 The previous minutes were accepted as a true record of the meeting held on 16 January 2020.</p>	
CGo.7.20.4	<p>Summary report from the closed council of governors meeting Report noted.</p>	
CGo.7.20.5	<p>Matters Arising The Chairman referred to the action log appended to the minutes. The following 5 actions were reviewed and closed by the Council:</p> <ul style="list-style-type: none"> - CGo.7.19.14 – AOB, update on the Command Centre - CGo.10.19.13 – AOB, Long Term Strategy session - CGo.1.20.3 – Minutes amendment - CGo.1.20.3 – Minutes amendment - CGo.1.20.7 – NRC Terms of Reference Review 	
CGo.7.20.6	<p>Chairperson's Report Dr Maxwell Mclean, chairman, highlighted the following key points with regard to his report.</p> <ul style="list-style-type: none"> - The governance arrangements in place for engagement with governors during the COVID-19 pandemic. The chairman added that the Trust has continued with 'business as usual' as much as possible in light of the difficulties posed by the pandemic. - Daily situation reports continue to provide governors with up to date information with regard to the COVID-19 position. There is encouraging news reflecting a reduction in the number of inpatients being treated for COVID 19. - The excellent news that the Trust has been rated 'Good' by the CQC. <p>Mr Jon Prashar, non-executive director thanked the chairman and chief executive on behalf of all non-executive directors for their leadership and the pragmatic way in which matters have been dealt with in these challenging circumstances.</p> <p>The council noted the report.</p>	
CGo.7.20.7	<p>Governors Code of Conduct Dr Tanya Claridge, director of governance and corporate affairs, asked the council to note that the current 'code of conduct' had been in place for a number of years and was required to be reviewed. The council noted that external governance advice would be sought to support the review. A session would be scheduled that would also include council members within the review. The council noted the steps to be taken.</p>	<p>director of governance and corporate affairs</p>
CGo.7.20.8	<p>Nominations and Remuneration Committee (NRC) Report Ms Wendy McQuillan, governor presented the report to the council. She asked the governors to note in particular that the report covered the five meetings of the committee held January 2020, a number of which were</p>	

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	<p>extraordinary meetings related to the new non-executive director appointment. She drew attention to the self-assessment undertaken by the NRC which had reflected positively on their work.</p> <p>Ms McQuillan further advised that the recruitment process for the non-executive director was now well underway with initial interviews regarding longlisted candidates having been completed to support the development of the shortlist. The council noted the report from the NRC.</p>	
<p>CGo.7.20.9</p>	<p>Process for appointment of a Chair / Non-Executive Director /Associate Non-Executive Director</p> <p>The director of governance and corporate affairs presented the process previously approved by the council in July 2019. The process had been reviewed by the NRC prior to its presentation for approval to the council. One minor revision was proposed to provide flexibility with regard to shaping the interview process.</p> <p>The council confirmed its acceptance of the amendment and approved the process for the appointment of a chair/non-executive director/associate non-executive director for 2020.</p>	
<p>CGo.7.20.10</p>	<p>Non-Executive Director(NED) Terms and Conditions</p> <p>The director of governance and corporate affairs advised that the council was required to review annually the terms and conditions for non-executive director appointments. She advised that the document presented formed a generic template for the NRC to work with in relation to each appointment made. She reminded the council that the terms and conditions are presented to the council for approval when an appointment is being considered.</p> <p>The council approved the generic non-executive director terms and conditions.</p>	
<p>CGo.7.20.11</p>	<p>NRC Terms of Reference</p> <p>The director of governance and corporate affairs advised that the NRC had considered in detail the NRC terms of reference. In so doing the committee had discussed the length of tenure of governor members and had determined that no changes were necessary.</p> <p>Pauline Garnett referred to the planned governor led focus group for the new non-executive director appointment and asked if participants would all need to be members of the NRC. Ms McQuillan stated that the NRC would ensure that the group would have governors in the majority, however the NRC would widen participation to ensure the group was sufficiently diverse.</p> <p>The head of corporate governance referred to the three year membership term for governors and advised that governors who were not members could if they wished observe the committee in much the same way they observed board committees. The director of corporate governance added that this would support governors who were new in post in gaining an understanding of the role of the committee. She suggested that more experienced governors might be more suitable candidates for committee membership. Mr Amit Bhagwat queried how long a governor may have to wait before they nominated themselves for membership of the NRC and, if there was no upper limit for membership of the committee, should more members be appointed, above the current six, to provide for increased resilience.</p>	

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	<p>Professor Alistair Goldman stated that having a 'fair and open' process for membership of the committee helped to assure the council with regard to the level of membership and the diversity of views. The process states that any governor who wishes to self-nominate can and, the rules do not preclude a governor from nominating themselves regardless of their length of service.</p> <p>The head of corporate governance stated that with regard to the level of membership; no meetings have been cancelled to date due to quoracy issues. Ms McQuillan added that the committee works well with six members providing a broad range of views.</p> <p>The council approved the terms of reference of the NRC.</p>	
<p>CGo.7.20.12</p>	<p>Nominations and Remuneration Committee (NRC) Membership The director of corporate governance advised that Mr Kursh Siddique had, with regret, resigned as a member of the NRC due to his current level of commitments. Any governor who would wish to submit a self-nomination for membership of the governors' nominations and remuneration committee was asked to make such a declaration to the head of corporate governance via email by close of 23 July 2020. Nominations received would be presented to the council for virtual consideration and approval on 28 July with a view to confirming the new member of the committee by 31 July 2020.</p> <p>The council confirmed that it was satisfied with the process in place for a new appointment to the NRC.</p>	
<p>CGo.7.20.13</p>	<p>Annual General Meeting / Annual Members Meeting The director of governance and corporate affairs presented the draft agenda to the council. She reminded the council that, in line with the constitution, a joint annual general meeting and annual members meeting would be delivered on 8 September 2020 from 5pm to 7pm. Due to restrictions in place with regard to the pandemic the meeting would be held virtually and options were currently being explored on the best way to engage members and the wider public.</p> <p>The council discussed the agenda and noted the statutory elements that needed to be covered which it was agreed should be covered in as succinct a manner as possible. There was a detailed discussion regarding the focus of the keynote presentation. The council concluded that given the circumstances the presentation should cover the Trust's response to Covid 19. The council discussed the potential options for presenters. The chief medical officer recommended that Dr Deborah Horner, consultant in anaesthesia and critical care might be a suitable presenter to cover the Trust's Covid 19 response. The council was keen to explore this.</p> <p>The chairman recommended the establishment of a governor working group to develop plans further. He requested that any governor interested in being involved should contact the head of corporate governance. The council agreed that the group should confirm the details with regard to the key note presentation and, work together to develop the governor and membership presentation to be delivered by the vice-chair of the council of governors. The group should also consider how to make the event as engaging as possible.</p>	<p>head of corporate governance</p>

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	<p>The council supported the recommendation from the chairman for the establishment of a small working group to support the delivery of the event. The council also confirmed its support of the agenda.</p>	
<p>CGo.7.20.14</p>	<p>Chief Executive's Report Professor Mel Pickup, chief executive shared in detail with the council developments at the trust since her last report to the council. She stated that, with the support of executive colleagues, she would focus on the reset, restoration and reimagining of services that was currently underway.</p> <p>The chief executive described the three key areas where the trust operates, influences and collaborates across the district. Council noted that;</p> <ul style="list-style-type: none"> - As a member of West Yorkshire Health Partnership the Trust is part of the health and social care infrastructure addressing the needs of the wider population under the auspices of an integrated care system. - As a member of the West Yorkshire Association of Acute Trusts, BTHFT holds responsibilities as part of a local health system to deliver on the wider ambitions of the integrated care system. The strategic objectives and ambitions however this had been interrupted as a result of Covid 19 however have now been signed off. The complex and lengthy document contains 10 'big ambitions' and the trust has a key role to play in the delivery of those. The Board is regularly updated on the trust's contribution to developments. . - As an acute trust within the health and care partnership, the Trust is, alongside the other 6 acute trusts looking at opportunities to collaborate to provide better solutions to challenges that trusts have in the past have faced individually which in turn better addresses the acute and specialist needs of our constituent population in more effective and efficient ways. The chief executive described the work underway with regard to the radiology network, pathology and the moves to implement the vascular consultation. The council noted that the second vascular hub in West Yorkshire would be sited at BTHFT to meet the needs of Bradford, Airedale, Calderdale and Huddersfield patients. The chief executive also described the collaborative approach that had taken place in response to Covid 19; <p>The chief executive stated that the trust was moving to work more closely Airedale, Wharfedale and Craven colleagues and detailed the programme of transformation and modernisation that will be pursued over the coming years. The Act as One programme involved a number of workstreams which included a focus on respiratory, cardiology, frailty and better births. A number were oriented towards rebuilding better services to address the needs of those patients first presenting in primary care who then may have a need to be referred to secondary care for treatment following the recent focus on the pandemic. The chief executive suggested that at a later date a presentation is delivered to the council on the 'Happy & Health at home' strategy to be delivered as part of the Act as One Programme. The council signalled that it would welcome this. The chief executive asked the council to note that the trust had also started work earlier in the year to refresh its own strategy however this work had been put on hold as a result of the trust having to focus on the pandemic. She asked the council to note that the trust had plans in place and so was not working without a strategy. That work was now being revisited as the trust was moving to the restart phase and developments with regard to the 2020 vision would be shared with the governors at a future meeting.</p>	<p>chief executive</p> <p>Director of strategy and integration</p>

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	<p>The chief executive stated that with regard to the trust's response to the pandemic, the organisation had coped well with the first peak; planning for a scenario that was significantly more challenging than that which the trust did face. Without minimising the difficulties that were encountered; the trust did not run out of PPE or critical care beds and, sufficient staff were redeployed to cope with absences resulting from staff who were shielding, self-isolating or in quarantine. The chief executive cautioned that the next phase may well be more challenging as we were restarting services within an environment where COVID remains a current and present threat.</p> <p>The chief executive invited Ms Sandra Shannon, chief operating officer, to address the council with regard to the restart plans. The chief operating officer stated that in planning for a restart of services the key considerations were the delivery of services in a safe and sustainable way. The key priorities were to keep staff safe and ensure that the sickest and most vulnerable patients were prioritised. In planning for a restart every specialty has been required to consider the clinical priority of patients and, the feasibility of restarting the service taking in account; the availability of the nursing and medical workforce, sufficient access to PPE and, ensuring the provision of a safe working environment for staff and, a safe waiting space for patients. To maintain safety and the best use of staff, services are being restarted in a phased way with gradual increases in activity on a month by month basis. The trust has been open to referrals from primary care which it has worked closely with. There has been a focus on the use of digital technology with a substantial number of virtual clinics and telephone clinics now in place. The trust has also worked closely with the independent sector for the delivery of chemotherapy, haematology infusions and endoscopy procedures. The partnership with the independent sector has worked well and will continue. The trust has also considered other patient pathways and looking at models through the Act as One programme. Elective theatre activity has also restarted at BRI with increased activity week on week across the independent sector. The chief operating officer reported on the results of a survey undertaken with patients to gather their views about the use of digital technology as the trust now delivered more than 200 digital video consultations per week. The council noted that;</p> <ul style="list-style-type: none"> - 86% of patients had said that they were very satisfied with video consult - 12% had said they were dissatisfied and cited connectivity issues and waiting beyond their appointment time without any explanation provided. The chief operating officer stated that this was being addressed. - 92% had signalled that they would like to use video consultation again. <p>The chief operating officer stated that the results were quite positive and signalled that video consultations were a more effective and efficient way of working. The chief operating officer stated that in planning to increase capacity there had been a focus on a number of areas working with GPs including developing of joint triage processes to identify the sickest patients as early as possible. The trust had also achieved the 2week wait performance target. She further advised that the Trust was seeking to expand on innovations that had been put in place during pandemic.</p> <p>The chief executive invited the director of human resources to describe the work undertaken to support staff at greater risk from COVID 19. PC stated that from the start of the pandemic, comprehensive risk assessments were</p>	

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	<p>performed which continue to be used and developed. Pregnant workers and staff with long term health conditions were assessed first. Emerging evidence regarding the risks primarily to BAME (Black Asian and Minority Ethnic) staff led to further advice from NHSI and NHS Providers about additional measures to be undertaken. Questionnaires were used to prompt supportive one to one conversations between at risk staff and their line managers. The BAME network was a particularly effective method of alleviating anxieties and identifying gaps in processes amongst staff. Three well attended virtual meetings were held which focussed on PPE and fit testing, risk assessments and health, safety and wellbeing. Of the BAME staff in work, 99% have completed risk assessments. The director of human resources assured the council that the risk assessments are continually being revisited as further evidence emerges.</p> <p>Professor Alistair Goldman, partner governor, asked about the clinicians' satisfaction with the use of video-consultations and, if the use of video consultations was increasing the trust's capacity to see patients. The chief operating officer advised that the trust had a positive satisfaction score from the clinicians. With regard to capacity, there was some benefit in not having patients on site and being moved from one place to another. This was certainly an example of necessity driving innovation as well as partnership working. However the situation should be reviewed over a longer period of time before a clearer picture emerged with regard to efficiencies. The chairman added that a Healthwatch survey had been undertaken approximately 18 months ago which provided a view that there was significant support for the idea of increased video consultations.</p> <p>Mr Dermot Bolton, public governor, asked if patients were given a choice between the type of virtual consultation they would have and whether Attend Anywhere was being used. The chief operating officer confirmed that it was in use. The decision with regard to the type of consultation required was made based on safety and clinical need.</p> <p>The chief operating officer further discussed with the council, the benefits of information sharing prior to video consultations.</p> <p>The council noted the chief executive's report.</p>	
<p>CGo.7.20.15</p>	<p>Large-scale Fundraising Projects</p> <p>The chief nurse described how the impact of Covid had caused plans for the launch of a major fundraising campaign to be put on hold. During the pandemic the charity focussed on its Hospital Heroes campaign which has raised over £250,000 that has contributed to staff and patient benefits.</p> <p>The chief nurse advised that the charity is now planning to launch its major fundraising campaign to raise £1.5m to support the building of parent accommodation in the neonatal unit and the charity would very much welcome the support of governors to act as ambassadors for the campaign help with the fundraising. The chief nurse added that this was the first large scale project undertaken by the charity in recent years. Over the next few months the charity will be developing its fundraising plan and would like the governors to get involved. The chairman requested that the governors be briefed on the campaign once the plan is complete.</p>	<p>chief nurse</p>
<p>CGo.7.20.16</p>	<p>Reports from the Committee Chairs'</p> <p>The chairman advised of the thorough discussion that had taken place at</p>	

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	<p>the joint session between the non-executive directors and the governors. There were no further comments or questions raised. The reports were received and taken as read.</p>	
<p>CGo.7.20.17</p>	<p>Any Other Business The chairman formally thanked Dr Tanya Claridge, director of governance and corporate affairs and, Ms Sandra Shannon, chief operating officer for their significant contributions to improvements at the trust during the time they have been in post.</p> <p>The council noted that both would be leaving the trust within the coming months and wished them both well in their new endeavours.</p>	
<p>CGo.7.20.18</p>	<p>Date and time of next meeting 15 October, 2020 from 3.30pm to 5.30pm</p>	
<p>CGo.7.20.19</p>	<p>Resolution to move into closed session The council of governors confirmed that it would now move into closed session to discuss items that required private and confidential consideration in the first instance.</p>	

Actions from the council of governors meeting held 16 July 2020

Date of Meeting	Agenda Item	Required Action	Lead	Timescale	Comments/Progress
16.01.20	CGo.1.20.9	Draft Membership Plan 2020/22 Feedback on the draft plan to be provided to the head of corporate governance within the next few weeks.	Head of corporate governance	Council of Governors 23 April 2020 CG20008	Reminder email for feedback sent to governors on 5 February. In March usual governance process stood down as result of Covid 19 Pandemic. Work to be resumed once governance processes re-established moving forward. <u>Action to be held over.</u>
16/07/20	CGo.7.20.7	Governors Code of Conduct External governance advice would be sought to support the review. A session would be scheduled that would also include council members within the review.	Director of governance and corporate affairs	15/10/20 CG20009	Session not able to be scheduled with NHS providers prior to CofG meeting. Another date to be sought and to include the new trust secretary.
16/07/20	CGo.7.20.13	AGM / AMM A governor working group to be established to develop plans further. Any governor interested in being involved should contact the head of corporate governance.	Head of corporate governance	15/10/20 CG20005	Governor group established and fulfilled its obligations. Event developed 8 September 2020. <u>Action concluded.</u>
16/07/2020	CGo.7.20.14	Chief Executive's Report That work was now being revisited as the trust was moving to the restart phase and developments with regard to the 2020 vision would be shared with the governors at a future meeting.		15/10/2020 CG20006	Item included on the agenda.
16/07/2020	CGo.7.20.15	Large-scale Fundraising Projects Over the next few months the charity will be developing its fundraising plan and would like the governors to get involved. The chairman requested that the governors be briefed on the campaign once the plan is complete.		15/10/2020 CG20007	Item included on the agenda. <u>Action concluded.</u>
16/07/20	CGo.7.20.14	Chief Executive's Report The chief executive suggested that at a later date a presentation is delivered to the council on the 'Happy	Chief Executive	21/1/21 CG20010	

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		&Health at home' strategy to be delivered as part of the Act as One Programme.			