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| <b>Meeting Title</b> | <b>Council of Governors</b> |                    |                    |
| <b>Date</b>          | <b>15 July 2021</b>         | <b>Agenda item</b> | <b>CGo.7.21.13</b> |

## Annual General Meeting (AGM) / Annual Members Meeting (AMM) - 28 September 2021

|  |  |             |  |
|--|--|-------------|--|
| <b>Presented by</b>                          | Laura Parsons, Associate Director of Corporate Governance / Board Secretary          |             |  |
| <b>Author</b>                                | Jacqui Maurice, Head of Corporate Governance   |             |  |
| <b>Lead Director</b>                         | John Holden, Director of Strategy and Integration                                    |             |  |
| <b>Purpose of the paper</b>                  | To present the proposed content of the 2021 AGM/AMM for review and approval          |             |  |
| <b>Key control</b>                           | Constitution   |             |  |
| <b>Action required</b>                       | For approval   |             |  |
| <b>Previously discussed at / informed by</b> | Council of Governors meeting on 15 April 2021<br>Executive Team Meeting 21 June 2021 |             |  |
| <b>Previously approved at:</b>               | <b>Committee/Group</b>   | <b>Date</b> |  |
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### Background

#### 1. Introduction

The trust's constitution makes clear that the trust is required to hold an annual members meeting and a general meeting of the council of governors each year with regard to both presenting to the members and receiving by the council, the annual report and accounts. The constitution allows for the two meetings to be combined. The relevant extracts from the constitution are included below for ease of reference.

#### • Constitution

In accordance with section 6.8 of the Constitution:

"The foundation trust is required to hold an annual meeting of its members which shall be open to members of the public. The following documents shall be presented to the members of the trust at the annual members meeting by at least one member of the Board of Directors:

- a) The annual accounts;
- b) Any report of the auditor on the annual accounts; and
- c) The annual report.

The Trust may combine a meeting of the council of governors convened for the purposes of being presented with the above documents with the members' meeting."

Also, in accordance with section 7.17.5:

"At a general meeting in September of each year or on such other date approved by the Chairman, the Council of Governors is to receive and consider the annual accounts, any report of the auditor on them, and the annual report. These documents shall be presented by at least one member of the Board of Directors. This meeting may be combined with the Annual Members Meeting as set out in paragraph 6.8."

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## 2. Proposal regarding the delivery of the AMM/AGM 2021

The Chairman has agreed that the combined AMM/AGM will take place on **28 September 2021 between 5pm and 7pm**. In light of the current government restrictions to groups of people gathering, and further, that our corporate meetings will take place virtually until the end of September; the AMM/AGM will take place virtually.

Following the Council of Governors meeting on 15 April, a working group has been established to consider and make suggestions for the delivery of this year's AMM/AGM. The group considered feedback from last year's event and have determined that it was successfully delivered - having at least 70 people present in the audience and attracting more than 500 views to date on the internet. There are though improvements that can be made to our virtual event.

The working group proposes that this year's event is pre-recorded and split into key segments which are then screened as part of a live event on 28 September 2021. This would involve the following draft schedule:

### Draft programme AGM/AMM

- a) Chairman's address and welcome (5 minutes)
- b) CEO's Annual Report (20 minutes)
- c) Director of Finance report on the Annual Accounts (15 minutes)
- d) The Vice-Chair of the Council of Governors summary report on Governors Activity in year (10 minutes)
- e) Any pre-recorded questions and answers (10 minutes)\*
- f) Closure of the AGM/AMM by the Chairman and introduction to key note presentation.
- g) Key note presentation (15 minutes)
- h) Wrap up and closure of the event by the Chairman (5 minutes)

\*As well as providing the opportunity for questions to be submitted prior to the event, we would also encourage questions to be submitted after the AGM/AMM (up to a specified date) and we will then publish the answers online.

This presents an excellent opportunity for our Trust to think creatively about the content of the pre-recorded presentations and in particular make good use of the video material from the past year.

The pre-recorded sections would be made available to be accessed via the internet and intranet alongside the complete recording of the AMM/AGM 2021.

The Council is directed to the Leeds Teaching Hospitals 2020 AGM as a guide [here](#). However, it should be noted that they have primarily relied on talking heads for the content of their presentations whereas the governor working group is keen to ensure that the videos are more creative and visually engaging. It is the packaging of materials on the Leeds Teaching Hospitals NHS Trust website that we could draw from in terms of the packaging of our materials.

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It is suggested that filming takes place towards the end of July / beginning of August 2021 with the support of the Communications team and Working Academy.

### **Vice-Chair of the Council of Governors' Presentation**

The working group will review and confirm the script for the Vice-Chair of the Council of Governors summary report on Governors Activity in year.

### **Key note presentation**

The working group has indicated that they would like to include a key note presentation again this year. They have suggested that we focus on how the Trust is moving on from the pandemic, including our roll-out of vaccinations and, move into the restart phase. This suggestion was supported by the Executive team, who suggested that Professor Dinesh Saralaya be invited to provide the presentation.

### **Proposed supporting materials for the AMM/AGM 2020/21**

- It has been agreed that we will publish a 'Governor and membership summary' 2021 (in keeping with the [summary](#) published in the previous year).
- The Governors have requested that the Trust considers publishing a 'summary' annual report/quality report. This is currently being considered and could be in the form of a video or a snapshot on a page (see example from LTHT [here](#)).
- We will also post a guide to our virtual AGM; this will be along the lines of the Leeds Teaching Hospitals Guide produced for their 2020 AGM which is available [here](#).

### **Communications**

To support the delivery of the AGM/AMM the Corporate Governance team, working with the Communications team where appropriate, intends to include the following as part of the AGM/AMM communications campaign:

- Periodic issue of press releases leading up to the event
- Publication of the date and time via email to members, stakeholders, and community based organisations
- Production and distribution of a promotional e-flyer (including information supporting the receipt of recorded questions)
- Use of Trust Twitter and other social media to promote the event
- Circulation of information within Let's Talk and Global email

### **Recommendation**

The Council of Governors is asked to **note** and **approve** the proposed arrangements for this year's AGM/AMM, as outlined above.