

Confirmed Minutes - Council of Governors Open Meeting

Date	Thursday, 10 April 2025	Time	16:45-17:45
Venue	Conference Room, Field House, BRI	Chair	Sarah Jones, Chair
Present	<ul style="list-style-type: none"> - Sarah Jones, Chair (SJ) - Aleksandra Atanaskovic, Public Governor, Shipley (AA) - Dermot Bolton, Public Governor, Bradford West (DB) - Helen Fearnley, Staff Governor, Nursing & Midwifery (HF) - Emma Fleary, Staff Governor, Nursing & Midwifery (EF) - Dr Farideh Javid, Public Governor, Bradford South (FJ) - Dr Farzana Khan, Staff Governor, Medical & Dental (FK) - Ruth Houghton, Staff Governor, All other staff groups (RH) - Ibrar Hussain, Public Governor, Bradford West (IH) - Dr William Martin, Partner Governor, University of Bradford (WM) - Helen Rushworth, Partner Governor, Healthwatch (HR) - Councillor Fozia Shaheen, Partner Governor, Bradford Metropolitan District Council - Kursh Siddique, Public Governor, Bradford East (KS) - Sharon Taylor, Public Governor, Bradford South - Charlotte Walker, Staff Governor, All other staff groups (CW) - John Waterhouse, Public Governor, Bradford East (JW) - David Wilmshurst, Public Governor, Shipley (DW) 		
In attendance	<ul style="list-style-type: none"> - Zafir Ali, Non-Executive Director (ZA) - Julie Lawreniuk, Non-Executive Director (JL) - Bryan Machin, Non-Executive Director (BM) - Altaf Sadique, Non-Executive Director (AS) - Karen Walker, Non-Executive Director (KW) - Professor Mel Pickup, Chief Executive (MP) - Sajid Azeb, Chief Operating Officer (SA) - Renee Bullock, Chief People & Purpose Officer (RB) - Professor Karen Dawber, Chief Nurse (KD) - Mark Hindmarsh, Director of Strategy & Transformation (MH) - David Moss, Director of Estates & Facilities (DM) - Paul Rice, Chief Digital and Information Officer (PR) - Ben Roberts, Chief Finance Officer (BR) - Dr Ray Smith, Chief Medical Officer (RS) - Laura Parsons, Associate Director of Corporate Governance/Board Secretary (LP) - Jacqui Maurice, Head of Corporate Governance (JM) 		
Observers	<ul style="list-style-type: none"> - 4 members of the public 		

No.	Agenda Item	Actions
CGo.4.25.1	Apologies for Absence <ul style="list-style-type: none"> - Mark Chambers, Patient Governor and Lead Governor - Professor Anne Forster, Partner Governor, University of Leeds - Khalid Choudhry, Public Governor, Keighley - Philip Turner, Public Governor, Keighley - Andy Waller, Public Governor, Rest of England and Wales - Helen Wilson, Staff Governor, AHP (HW) - Professor Louise Bryant, Non-Executive Director 	

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	<p>- Mohammed Hussain, Non-Executive Director (authorised absence)</p> <p>SJ invited SA to address all those present.</p> <p>SA confirmed that the meeting was scheduled to discuss the business of the Council of Governors in accordance with the published agenda. He explained that the meeting is chaired by the Trust Chair who will invite governors and officers of the Trust to speak on any of the agenda items.</p> <p>SA clarified that anyone attending as a member of the public, and not as a governor or an officer of the Trust, are permitted to attend the public part of this meeting as an observer and but are not permitted to participate in the meeting. Several questions were submitted by members of the public ahead of the meeting. The questions did not concern the business of the Council of Governors meeting and therefore would not be discussed at this meeting.</p> <p>SJ thanked everyone in advance for their co-operation, and respect for the Trust's formalities and processes.</p>	
CGo.4.25.2	<p>Declarations of Interest</p> <p>There were no declarations of interest.</p>	
CGo.4.25.3	<p>Minutes of the meeting held on 16 January 2025</p> <p>The minutes were accepted as a correct record subject to an amendment to page 5, CGo.1.25.6 Matters raised with Governors by members, patients and the public (see italics below):</p> <p>"Further interruptions continued and it became apparent that an observer <i>appeared to be</i> recording the proceedings on their mobile phone which was immediately objected to by some governors."</p>	
CGo.4.25.4	<p>Matters Arising</p> <p>SJ referred to the action log appended to the minutes. The Council noted and agreed the outcomes to the following actions:</p> <ul style="list-style-type: none"> - <u>CG23006; Recruitment timescales.</u> This item was unable to be delivered at the January meeting. To be considered for future meeting. <u>Item to remain open.</u> - <u>CG2409; Item on the BTHFT Summary Hospital-level Mortality Indicator (SHMI) data.</u> To be presented at a future CoG meeting. The date was yet to be confirmed. <u>Item to remain open.</u> - <u>CG2411; Item on Freedom to Speak Up for the Council.</u> The date was yet to be confirmed. <u>Item to remain open.</u> - <u>CG2408; Council of Governors work programme.</u> Deferred to July to allow actions from the task and finish group to be incorporated into a revised work plan. <u>Item to remain open.</u> 	
CGo.4.25.5	<p>Holding to Account</p> <p>a. Chairs Report</p> <p>SJ presented a summary of her report and the following key points were noted:</p>	

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	<ul style="list-style-type: none"> Helen Fearnley, Staff Governor Nursing & Midwifery, Emma Fleary, Staff Governor Nursing & Midwifery, Charlotte Walker, Staff Governor, All other staff groups, and Dr William Martin, Partner Governor, University of Bradford were all welcomed to their first meeting of the Council of Governors. Thanks were expressed to those Governors who are stepping down - Dr Farzana Khan, Staff Governor Medical & Dental and, Raquel Licas, Staff Governor Nursing & Midwifery. Thanks were also expressed to governors Philip Turner and Ruth Houghton for their participation in the task and finish group in support of the appointment of the External Auditor. The Council had received a supportive letter from a delegation of senior medical consultants at the Trust. ST asked what efforts were being made to allay public concerns regarding perceptions of the Trust in terms of racism. SJ stated that an external investigation was being conducted on behalf of the Trust is focused on race inequality and victimisation (RIV). The findings are awaited and will be shared with the Board and the Council of Governors once received. Any issues raised will be addressed in an action plan. The importance of demonstrating that patient feedback is both listened to and acted on was acknowledged. AS shared that he has been absent from the Board for several months, and due to recent conversations with the senior leadership he is assured and satisfied that the Board has the correct processes in place regarding the ongoing investigations. SJ referred to the recent announcement by the Prime Minister that NHSE will be abolished. The timeframe and transition period for the key functions to be moved into the Department of Health & Social Care are yet to be announced. SJ reassured the Council that this has not had an impact on any of our Trust regulatory meetings to date. <p>b. NED feedback (reports from Board)</p> <ul style="list-style-type: none"> <u>Quality Committee</u>: KW and JL provided an overview of the February and March meetings respectively. The Council noted the update provided. HR suggested the inclusion of a member of staff from Healthwatch Bradford at the Quality Committee meetings. This is already the case for system and place meetings and it would be beneficial for providers too. JL agreed to discuss this further with SJ and would confirm with HR. <u>Finance and Performance Committee</u>: JL presented a detailed summary of the report which was noted. DW referred to the slippage to the Endoscopy Unit build at BRI and what lessons could be learned from the business case audit. JL confirmed that the two are not linked however there were some lessons to be learned from the audit. Work has been undertaken by both the Finance and Estates teams to learn lessons from the previous financial year relating to project delays. The delays experienced this year were caused by some external delays with the contractor 	<p>Board Secretary (LP) CGo2501</p>

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	<ul style="list-style-type: none"> • <u>People Academy</u>: KW presented a detailed summary of the report and the Council noted the contents. A 'Thrive' conference is planned for 15 May which is aligned to the Bradford City of Culture status. A number of places have been offered to governors. <p>DB referred to the recruitment figures and asked if there was a target for the time taken to recruit and if so, how this is measured. KW confirmed that the process starts from the date of the advert to when the applicant starts. There is no target due to the differences in processes across the Trust for varying job check requirements. Once results are received in relation to the action plan, specific areas will be targeted.</p> <ul style="list-style-type: none"> • <u>Audit Committee</u>: BM presented the key highlights from the report. The Council noted the contents and had no further questions. • <u>Charitable Funds</u>: AS asked for the report to be taken as read. He advised that a small number of governors had attended the Neonatal appeal launch event in May. <p>DB asked for further clarification on the expenditure plan as it may be that vacancies and changes within the Charity team have had an impact on donations and other income. AS advised that the usual annual income is approximately £750k however this year there is a shortfall of approximately £500k but, as acknowledged, the team was in transition to independence. AS advised that the figures are monitored closely by the Chief Finance Officer, Director of Strategy & Transformation, and the Charity Director at regular meetings.</p> <p>c. Chief Executive's Report: MP asked for the report to be taken as read. As well as the announcement about the abolition of NHSE, there was another announcement about the reduction in Integrated Care Board (ICB) running costs which will apply to West Yorkshire and all ICBs. MP explained that this also relates to a 30% reduction in running costs that was applied in the year 2023/24 which means there is quite a significant change to come in relation to the configuration of ICBs. MP added that there is also a reduction requested on the corporate running costs of all NHS providers based on the growth in those costs between 2018/19 and 2024/25. There is an expectation that NHS provider organisations reduce those costs, either by a reduction in costs or headcount, or a combination of both.</p> <p>The Council noted the updates received, and the assurance provided.</p>	
CGo.4.25.6	<p>Matters raised with Governors by members, patients and the public</p> <p>LP advised that several questions had been submitted by members of the public prior to this meeting, however these refer to wider processes and governance matters. As they do not refer to any of the specific agenda items at today's meeting they will not be responded to here. This has been communicated to those who raised the questions.</p> <p>DB questioned if the response to the questions raised by members of the public at the 16 January 2025 meeting had been circulated to governors,</p>	

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	<p>and SJ confirmed these had been emailed to all governors.</p> <p>Interjections at the meeting were made by the observers present. SJ refused to take questions (as per the previous statement provided), adding that a letter had been sent to Naz Shah MP on 9 April offering a meeting with SJ and MP and also an offer to meet with the Council of Governors at a future date.</p> <p>IH referred to the letter circulated by the clinicians, and a second letter which has been sent by Naz Shah MP to the Secretary of State raising significant concerns. IH felt that that governors should be able to invite external persons to speak at their discretion as these issues were out in the media. If there is a strong feeling amongst governors that they would like the MP to address the meeting his view was there should be a vote on that.</p> <p>SJ referred to her earlier statement regarding the letter sent to Naz Shah MP. She explained further that additional items could be added to future agendas and these would need to be brought forward by governors. SJ further re-iterated that the items for discussion today were those included on the agenda. Following further interruptions by Naz Shah MP, SJ reiterated that arrangements will be made for her to have the opportunity to speak to the Council of Governors (as per her letter sent on 9 April) as it is not appropriate at this forum. It was agreed that a copy of the letter sent to Naz Shah MP would be circulated to governors.</p> <p>The Council noted the verbal update.</p>	<p>Board Secretary CGo2502</p>
CGo.4.25.7	<p>Governors Nominations & Remuneration Committee (NRC) report</p> <p>The report was noted.</p>	
CGo.4.25.8	<p>Policies and Procedures Task and Finish Group documents for approval:</p> <p>LP provided an overview of the membership and role of the task and finish group as detailed in the paper.</p> <p>a. Role of the Lead Governor</p> <p>The Council noted the optional duties and minor amendments proposed presented at Appendix A. LP advised that Mark Chambers, Lead Governor, had some further suggested changes and as such it was proposed that this paper be brought back to the July COG meeting for final approval.</p> <p>b. Governor Induction</p> <p>The Council noted the minor amendments proposed at Appendix B and approved the changes. FK advised that Huddersfield & Calderdale Trust had a Vice-Chair role as part of their Council of Governors and she suggested it might be beneficial for our Council to reinstate this role to offer support to the Lead Governor. SJ agreed to consider this proposal.</p>	<p>Board Secretary CGo2503</p> <p>Chair CGo2504</p>
CGo.4.25.9	<p>Any other business</p> <p>SJ advised that Ray Smith, Chief Medical Officer and, Paul Rice, Chief</p>	

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	<p>Digital & Information Officer would step down from their roles at the end of May. Ray Smith would be partially retiring and would return to clinical duties at the Trust. Paul Rice would be leaving to take up a new and significant role as CDIO for Northern Ireland. SJ thanked both for their unswerving support of the Trust and significant contributions to the Board.</p> <p>DB shared that he had recently attended the HSJ Partnership Awards in London and noted the representations from the Trust Rheumatology team and Palliative Care Team where both teams won awards.</p>	
CGo.4.25.10	<p>Review of meeting No feedback was received and the meeting was closed following confirmation of the date of the next meeting.</p>	
CGo.4.25.11	<p>Date and time of next meeting 10 July 2025, 3.30pm</p>	

Actions from the Council of Governors meeting held 10 April 2025

Date of Meeting	Action log ID	Agenda Item	Required Action	Lead	Timescale	Comments/Progress
	CGo2506		<i>Next number in sequence</i>			
10.4.25	CGo2501	CGo.4.25.5	Holding to account – NED feedback Quality Committee HR suggested the inclusion of a member of staff from Healthwatch Bradford join the QC meetings. JL agreed to consider this further and confirm with HR.	Board Secretary	July 2025	To be discussed with HR.
10.4.25	CGo2502	CGo.4.25.6	Matters raised with Governors by members, patients and the public KS asked if a copy of the letter sent to Naz Shah could be circulated to Governors and SJ agreed to action.	Board Secretary	July 2025	Letter circulated on 17.04.25. <u>Action closed.</u>
10.4.25	CGo2503	CGo.4.25.8	Policies and Procedures Task and Finish Group documents for approval – Role of Lead Governor LP noted that MC had some further suggested changes and it was proposed that this paper be brought back to the July COG meeting.	Board Secretary	July 2025	Included on agenda. <u>Action closed.</u>
10.4.25	CGo2504	CGo.4.25.8	Governor Induction FK advised that Huddersfield & Calderdale Trust had a Vice-Chair role as part of their Council of Governors and she suggested it might be beneficial for our Council to reinstate this role to offer support to the Lead Governor. SJ agreed to consider this proposal.	Chair	July 2025	Calderdale & Huddersfield NHS FT have a Deputy Lead Governor rather than Vice Chair. Consideration to be given to informal arrangement for governors to 'shadow' lead governor.
17.10.24	CG2409	CGo.10.24.6	NED feedback – Quality Committee An update on SHMI data progress will be presented to a future COG.	Chief Medical Officer/QC Chair	October 2025	Item deferred to October 2025.
17.10.24	CG2411	CGo.10.24.6	NED feedback – People Academy SJ suggested Sue Franklin is invited to a future COG meeting to do a deep dive on FTSU.	Board Secretary	October 2025	Item deferred to October 2025.
18.7.24	CG2408	CGo.7.24.12	Council of Governors work programme This item was deferred to allow for actions from the Governor Policy & Procedure task and finish group to	Head of Corporate Governance	October 2025	Item deferred to October 2025.

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			be incorporated into a revised work plan.			
28.4.23	CG23006	CGo.4.23.5	Summary of pre meeting with NEDs DW raised a concern around the length of time it takes to recruit staff in the early stages. FL agreed to note the discussion and examine the process	Acting Director of HR	October 2025	10.07.25 – Item deferred to October 2025. 16.01.25 - Included on the January meeting agenda. Item unable to be discussed due to the suspension of the meeting. Item deferred to a later date – to be confirmed. 23.10.24 – Update to be provided in January 2025 to allow for the outcome of the reviews to be presented to the People Academy. 18.7.24 – RB agreed to provide a briefing note at the October COG meeting in relation to the three reviews taking place on policies, recruitment process and progression.