



**Minutes of the Meeting of the Council of Governors,  
held on Monday 7th July 2014  
at Mercure Chester Abbots Well Hotel, Whitchurch Rd, Christleton, Chester, CH3 5QL,  
commencing at 13.00**

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| <b>PRESENT</b>       | David Eva - Chair<br>Anna Usherwood, Lead Governor<br>Peter Wilkinson - Deputy Lead Governor/ Public Governor<br>Nick Ankers - Service user/carer Governor<br>Stephen Buckley - Staff Governor<br>Brian Crouch - Service user/ carer Governor<br>Jill Doble - Staff Governor<br>Ferguson McQuarrie - Service user/carer Governor<br>Phil Gilchrist - Partnership Governor<br>Richard Harland - Service user/carer Governor<br>Phil Jarrold - Service user/carer Governor<br>Stanley Mayne – Public Governor<br>Ann McGrath - Service user/carer Governor<br>Rob Robertson - Public Governor<br>Mike Robinson- Public Governor<br>Eddie Salisbury - Public Governor<br>John Wray - Public Governor |
| <b>IN ATTENDANCE</b> | Suzanne Christopher - Corporate Affairs Officer<br>Fiona Clark, Non-Executive Director<br>Dr Jim O'Connor - Non Executive Director<br>Lucy Crumplin - Non Executive Director<br>Ron Howarth - Non Executive Director<br>Louise Hulme - Head of Corporate Affairs<br>Mike Maier- Deputy Chair/ Non-Executive Director<br><br>Tim Welch - Director of Finance<br>Ben Cruse - Auditor - PwC (for item 14/15/39)  |
| <b>APOLOGIES</b>     | <b>Public Governors</b><br>Derek Bosomworth<br><br><b>Service User Carer Governors</b><br>Deborah Bennett<br>Brenda Jones<br><br><b>Partnership Governors</b><br>Ken Wilson<br>Brenda Dowding<br>Maurice Lea O'Mahoney<br><br><b>Staff Governors</b><br>Dr Laurie VanNiekerk<br>Val Mcgee   |

| REF      | MINUTES  | ACTION |
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| 14/15/25 | <p><b>Welcome, Apologies for Absence and Quoracy</b></p> <p>The Chair opened the meeting and welcomed everyone.</p> <p>The meeting was confirmed to be quorate.</p>  |        |
| 14/15/26 | <p><b>Meeting Guidelines</b></p> <p>The meeting guidelines were noted.</p>   |        |
| 14/15/27 | <p><b>Declarations of Interest</b></p> <p>There were no declarations of interest.</p>  |        |
| 14/15/28 | <p><b>Chair's Announcements</b></p> <p>David Eva informed the Council of Governors of the following matters:</p> <p><b>Incident at Saddlebridge Unit, Saturday 5th July 2014</b><br/> An incident arose at Saddlebridge low secure on Saturday 5th July. This involved patients causing a disturbance which resulted in the police arrest of 14 patients.</p> <p>The unit has been closed as it is a scene of a crime at this time. Patients have been allocated beds with alternative providers.</p> <p>The Police are currently investigating the matter and will be interviewing staff and patients. The Trust will await these findings before progressing an internal investigation. This will be led by Avril Devaney, Director of Nursing, Therapies and Patient Partnerships. It was reported that the staff involved had managed the situation well and emergency procedures had been well enacted.</p> <p>Derek Bosomworth queried whether there was any further information at this time on what occurred to trigger the disturbance. David Eva commented that it was too early to comment on this at this time. John Wray queried whether there had been any injuries to staff or patients as a result of the incident. David Eva confirmed that there had been no injuries.</p> <p><b>Governor resignation</b><br/> David Eva updated the Council of Governors on the Governor resignations discussed at the last Council of Governors meeting. Further to this, Roz Davison has confirmed her resignation.</p> <p>Brenda Jones has rescinded her resignation (due to illness at the time of the meeting) and expressed her wish to continue in her Governor role.</p> <p>The Council of Governors agreed that they were happy for Brenda Jones to continue in her Governor role.</p> |        |

Richard Harland queried whether Brenda Jones would continue in her Deputy Lead Governor role. David Eva commented that this would be discussed in the near future.

#### **Board changes**

David Eva informed the Council of Governors that Non-Executive Director Stephen McAndrew has resigned from the Board with immediate effect. This is due to his acceptance of an offer of employment with the Priory group. Given this, it was felt that this was too much of a conflict of interest to remain as a Non-Executive Director. David Eva extended his thanks to Stephen for his time on the Board and with the Trust.

#### **Governor training**

Externally facilitated training for Governors was held on Friday 30th June to be held at Cheshire View, Plough Lane, Christleton. Governors will provide an update on this training later on the agenda.

A further session will be held on **19th September 2014** at Sycamore House, 10am- 4pm which will refresh aspects covered in the earlier session, but will also focus on developing communication with members.

A further communication will be sent by email/ post with further details.

#### **Monitor well-led reviews**

The Chair informed Governors that guidance has recently been issued by Monitor around the introduction of 3 yearly governance reviews forming part of the risk assessment process. The purpose is to ensure that Trusts have governance systems that are fit for purpose. The process around the governance review will involve several stakeholders including Governors. It is anticipated that the Trust will commence the process for the CWP governance review at the end of 2014/ early 2015. More information available on the Monitor website.

#### **AMM and Best Practice Event**

Governors were informed that the CWP Annual Members Meeting will be held on Tuesday 30th September 2014 at Crewe Alexandra Football Club Crewe. The event will be a joint event with the annual Best Practice Event. Further details will follow.

#### **Stop, Think, Listen**

Governors were informed of the stop, look, listen campaign to promote the Zero Harm strategy.

#### **Aqua House visit**

David Eva informed of the recent visit of the Parliamentary Under Secretary of State at the Minister of Justice, Jeremy Wright, and the Chester MP Stephen Mosley's visit to Aqua House.

#### **Recovery celebrations**

Governors were informed of some recent celebratory events held at the Recovery Colleges.

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|                        | <p><b>Engage magazine</b><br/>The latest edition of Engage is now available. In this edition, there is awareness raising of post-natal depression and information about Care Minister, Norman Lamb's visit to Princeway Health Centre in Frodsham. Electronic copies are available at <a href="http://cwp.nhs.uk">cwp.nhs.uk</a>.</p>  |  |
| <p><b>14/15/29</b></p> | <p><b>Lead Governor's Announcements</b></p> <p>There were further announcements from the Lead Governor.</p> <p>It was noted that Mike Maier and Anna Usherwood represented the Trust at the NHS games golf event.</p> <p>Nick Ankers commented on his concern on the Saddlebridge incident and the need for Governors to understand the action to be taken going forward.</p> <p>David Eva advised that this is under a Police investigation at this time and the Trust will know more once this has concluded and the building is returned.</p> <p>Tim Welch commented that Andy Styring, Director of Operations is currently at the site coordinating the response. Avril Devaney will lead the CWP investigation process with a brief to understand the lessons learned to inform future procedures. Everything has been negotiated with the Specialist Commissioners so they are in constant dialogue with the Trust at this time.</p> <p>Anna Usherwood informed that a briefing has been circulated to Governors this morning. Further updates will be provided as and when further information is available.</p> <p>Phil Jarrold queried whether any outside body would be involved in investigation process. David Eva advised that this is dependent on the outcome of the Police investigation.</p> <p>Brian Crouch queried the handling of the PR around the incident. Tim Welch advised that the Communications and Engagement Team are liaising with the Cheshire Police to produce joint statements. After the Police involvement has concluded, this will be handled by the CWP team.</p> |  |
| <p><b>14/15/30</b></p> | <p><b>Chief Executive's Announcements</b></p> <p>Tim Welch updated the Council of Governors on behalf of Sheena Cumiskey who is chairing a CQC inspection of Surrey and Borders Mental Health Trust.</p> <p>Tim Welch informed that the Trust has recently appointed Dave Harris as Director of HR and Workforce Transformation. This is a shared post to support the integration agenda.</p> <p>The Trust has undergone 2 CQC inspections recently. These were at</p>   |  |

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|                 | <p>the GP Out of Hours Service in West Cheshire and at Springview. These inspections found the services to be fully compliant and the final reports are awaited.</p> <p>Sheena Cumiskey recently met with Jeremy Hunt and Normal Lamb to discuss community trusts and what they can offer going forward.</p>  |  |
| <b>14/15/31</b> | <p><b>Minutes of the Council of Governors Meeting held on 17th April 2014</b></p> <p>Subject to some amendments to the Scrutiny subcommittee report and some spelling errors, the minutes of the meeting of the <b>17th April 2014</b> were approved as a correct record.</p>   |  |
| <b>14/15/32</b> | <p><b>Action Sheet and Matters Arising</b></p> <p>All actions were closed except 14/15/12. It was agreed that this document would be circulated.</p>  |  |
| <b>14/15/33</b> | <p><b>Council of Governors 14/15 Business Cycle</b></p> <p>The meeting <b>noted</b> the Annual Business Cycle for 2014/15.</p>  |  |
| <b>14/15/34</b> | <p><b>Non-Executive Director Appointments</b></p> <p>(Non-Executive Directors Mike Maier, Lucy Crumplin, Ron Howarth and Dr Jim O'Connor left the meeting).</p> <p>David Eva informed the Council of Governors that the Nominations Committee had met to discuss the Non-Executive Director post vacated by Stephen McAndrew. The Committee had discussed whether the range of skills and experiences across the current cohort of Non-Executive Directors and it had been agreed that there is not the need at this time for a like for like replacement in so far as the skills and experience of the previous post-holder.</p> <p>The Nominations Committee had discussed the potential to reconsider the appointment of Rebecca Burke-Sharples who had been the runner up candidate in the recent recruitment process undertaken which had resulted in the appointment of Dr Jim O'Connor. Given that Rebecca Burke-Sharples had been a candidate of very high calibre and had only narrowly missed out on the appointment very recently, the view of the Nominations Committee was that Rebecca Burke-Sharples would be an asset to the Board and has the required skills and experiences that the Governors would be seeking in a Non-Executive Director particularly in her ability to challenge and represent the views of Governors.</p> <p>Anna Usherwood reminded the Council of Governors that they were advised of the high calibre of Rebecca Burke Sharples at the April 2014 meeting and that the potential to appoint her as a Non-Executive Director should be borne in mind should any opportunities arise in the near future.</p> |  |

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|                        | <p>The Nominations Committee were also of the view that the recruitment process had been undertaken very recently and the risks involved in having to run a further process including reputational risk to the Trust and the governance risk of having a NED vacancy again for some time.</p> <p>A discussion ensued regarding the changes to the Board that would be coming over the next two years including the completion of the Chair's tenure and those of Non-Executive Directors Fiona Clark and Ron Howarth.</p> <p>Derek Bosomworth commented that he felt unable to comment on the candidate as he had not met her personally.</p> <p>Peter Wilkinson reminded Governors that the Nominations Committee are appointed and agreed by the Council of Governors and therefore has the delegated responsibility to undertake the recruitment of Non-Executive Directors to recommend their appointment to the Council.</p> <p>Eddie Salisbury queried the Governors who are members of the Nominations Committee. David Eva reminded that this is Anna Usherwood, Peter Wilkinson, Rob Robertson, Phil Gilchrist and John Wray. The Committee is chaired by David Eva as Trust Chairman. The Committee currently has one vacancy since the resignation of Roz Davison.</p> <p>The Council of Governors resolved to <b>approve</b> the appointment of Rebecca Burke Sharples as Non-Executive Director for a 3 year term of office to commence on 1st August 2014.</p> <p>Two Governors abstained from the voting.</p> |  |
| <p><b>14/15/35</b></p> | <p><b>Senior Independent Director</b></p> <p>David Eva informed that the position of Senior Independent Director is currently vacant following the resignation of Stephen McAndrew.</p> <p>Following discussions with Board members and the Lead Governor, it is proposed that Ron Howarth is appointed as Senior Independent Director.</p> <p>The Council of Governors resolved to <b>approve</b> the appointment of Ron Howarth as Senior Independent Director.</p> <p>A discussion ensued regarding the Governors interface with Non-Executive Directors and whether Governors are aware of and are taking up the opportunities to see Non-Executive Directors discharging their duties.</p> <p>David Eva commented on the need for Governors to collectively share knowledge. The prime opportunity to see NEDs undertaking their duties is at Board meetings and commented that not all Governors attend these.</p> <p>Peter Wilkinson advised that the locality forums will give more opportunities for Governors to talk informally to Non-Executive</p>  |  |

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|          | <p>Directors. Richard Harland commented that he had found the recent Wirral locality forum useful.</p> <p>It was agreed that a future Board to Council sessions should focus on communications between the Board and the Council.</p> <p><b>Action:</b> LH/ SC to take forward.</p>  | LH |
| 14/15/36 | <p><b>Trust Strategic 5 Year Plan 2014/19</b></p> <p>(Non-Executive Directors Mike Maier, Lucy Crumplin, Ron Howarth and Dr Jim O'Connor re-joined the meeting).</p> <p>Tim Welch introduced the item and reminded Governors that the Trust had submitted the Operational Plan 2014/16 at the beginning of April 2014. Feedback from Monitor has been positive.</p> <p>Thanks were extended to Governors for their input throughout the strategic planning process, particularly through three planning seminars specifically held to facilitate Governor involvement in shaping the plans.</p> <p>Governors were advised that the seminar process will be utilised again for the 15/16 planning process and dates for these will be set earlier and circulated.</p> <p><b>Action:</b> LH to plan and circulate planning seminar dates for Governors</p> <p>Tim Welch reminded Governors that the key contextual factors driving the plan continue to be the position of the local health economy, the developing personalisation agenda and the Better Care Fund.</p> <p>The Trust values are at the centre of the strategy, and this is based on population needs which reflect both the Trust's and Commissioners' assessment of needs.</p> <p>The Plan sets out two key strategic approaches for the Trust - the Zero Harm Strategy and the approach to integration. These are underpinned by 5 strategic enablers that are driving service transformation forward and are underpinning clinical services going forward.</p> <p>The Zero Harm Strategy sets out the Trust's approach to quality across the three domains (safety, effectiveness and experience). The Zero Harm strategy is also involving a clinical expert champion and the stop pause think campaign which sets out to empower staff to have a period of pause to think and try to do things differently. A data surveillance team have been appointed to understand variations in quality and finding the data that is the most useful.</p> <p>Phil Jarrold queried how effective is the intelligence and data the Trust currently uses. Tim Welch commented that we are good at collecting data but not always good at using it appropriately and then this affects the quality of the data. There a need to ensure that the systems we use provide the right data and are not burdening clinicians with recording requirements.</p> | LH |

Tim Welch reported that while there are real opportunities from the integration agenda, there are also risks of fragmentation of services which should be minimised by effective partnership working. The focus is on delivering the appropriate care in the right place, at the right time.

Tim Welch reminded Governors of the 5 strategic enablers underpinning the Trust strategic direction.

The IT enabling strategy is in its early stages, however progress has already been made and there is lots of potential for further improvements. The strategy is trying to empower clinicians to use IT kit differently and using different tools with patients positively which hasn't happened in this way before e.g. producing care plans with patients using ipads..

Brian Crouch queried the targets and numbers underpinning the Strategic Plan. Tim Welch informed that the financial projections have been submitted to accompany the narrative and we are working through the performance management processes to show reporting.

Rob Robertson commended the new approach to using IT more effectively with less focus on kit and more on the user.

Tim Welch advised that the Operational Plan 2014/16 has the hard milestones included, with the outer three years being less definite. The Quality Strategy has specific deliverables set out.

Rob Robertson queried how Governors will be assured that the plans are being achieved. Governors were advised that performance monitoring information will report into the Council of Governors at future meetings and via the Scrutiny sub-committee.

Mike Maier commented that he was happy to lead on providing assurance to Governors on the Strategic Plan and the Board's assurance on the performance management process in place.

Reporting on the strategic enabler on developing a continuous improvement culture, Tim Welch informed that this underpins the whole strategy and is empowering all staff to always seek to do better. Workforce transformation is at the centre of this and is another strategic enabler to ensure that the workforce can respond to the needs of the clinical services going forward. Multidisciplinary teams with health and social care, possibly with third sector and acute colleagues will be a key approach going forward.

Tim Welch advised that developing and delivering new models of delivery is another strategic enabler. There is recognition that almost everything that the Trust will deliver in the future will be in partnership with another provider or organisation. The current Drug and Alcohol tenders are all being developed with a number of partners. Over time, CWP will lead on some areas, and sometimes other providers will do so. CWP are comfortable and experienced in working with others. Other providers are less experienced in this approach.

Phil Gilchrist commented that the Strategic Plan refers to the Trust



being aware of competitors and queried how the competition element impacts on joint working in respect of partnership plans. Tim Welch advised that the Trust are trying find the right way of developing partnerships while understanding where other Trusts may pose a threat in terms of competition.

Brian Crouch commented that the Trust needs to be very good about managing all the interfaces that the Trust has in terms of competitors and ensuring we maintain understanding of who are customers are.

Nick Akers commended the Strategic Plan and commented on how improved the plan is compared to previous years. Nick Ankers further commented that the delivery of the plan will need some pump priming to ensure that the longer term transformation is delivered and queried the plans in place to ensure that this happens.

Tim Welch advised that work on capacity building has been ongoing for some time. The appointment of the surveillance analyst team is complete and the IT enabled project managers are also now in post. The Trust also has a better understanding of the change management process needed.

Tim Welch confirmed that he maintains the visibility on the capacity to deliver the plan. The locality structure has built in capacity to deliver strategy in the localities. The new Director of HR and Transformation will lead on the workforce transformation elements. The approach is ensuring that the people involved are those that can lead change.

Phil Jarrold commented on the need to ensure sound investment in implementing the plan particularly in light of the Community Services Improvement Programme which could be perceived as resources coming out of clinical services.

Tim Welch advised that not all investment is in back office functions. The CWP West integration changes are happening now with teams moving to come together, providing the right care to people at the right time.

Lucy Crumplin commented on the need to ensure that performance is based on outcomes not activity levels and this will help to show us the different that we are making.

Tim Welch advised on the key specialised service areas that the Trust is taking forward. These include level 2 neuro-rehabilitation beds, services for adults with Autistic Spectrum Conditions and services for people with personality disorder conditions.

Tim Welch advised Governors that the Board of Directors were required to make a declaration of sustainability upon submission of the Strategic Plan. This was principally about the organisation's sustainability, but the Board also see this as signing up to ensuring the sustainability of services. This declaration was approved by the Board and this declaration is underpinned by rigorous downside modelling that has been undertaken.

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| <p><b>(14/15/39)</b></p> | <p><b>Quality Account 13/14 - Auditors final report to Governors</b></p> <p>David Eva welcomed Ben Cruse from PwC to the meeting and asked that this item was taken earlier on the agenda.</p> <p>Ben Cruse informed Governors that CWP have an exemplar report in this area with some areas of CWP best practice being shared with other Trusts.</p> <p>The auditors work on the Quality Account involves consistency checking to ensure that the report is a fair reflection of how quality is reported across the Trust, and that it is effectively reported to the Board of Directors.</p> <p>The audit is undertaken on two performance indicators. Two indicators are mandated, these are the 7 day Care Programme Approach (CPA) follow up and gatekeeping prior to Crisis Resolution Home Treatment Team (CRHTT) indicators. A formal opinion is given on these.</p> <p>The audit found some issues on the CPA indicator. These were some small discrepancies due to service modifications and were not cause for concern. The overall performance of the indicator has improved and good progress has been made in this area.</p> <p>The admissions assessed by the CRHTT indicator noted some issues but again these were small discrepancies.</p> <p>In terms of the Delayed Transfer of Care (DToC) indicator, this is an internally reported indicator only, which was agreed by the Governors. It is a tricky indicator to audit but the Trust is improving in this area and this is moving towards automation so further improvements will be made here. There was no particular cause for concern on this indicator.</p> <p>The Council of Governors resolved to <b>note</b> the report.</p> |  |
| <p><b>14/15/37</b></p>   | <p><b>Governor Election Update</b></p> <p>Suzanne Christopher presented the report and reminded Governors that the summer election is now underway. There are 17 seats available within the election which is a large number, due to the impact of the three year tenures since authorisation and some recent resignations.</p> <p>Significant work has been undertaken by the Corporate Affairs Team and the Communications Team to improve the campaign to promote the seats available and to encourage and support members to become Governors. Indications are that the response to the notice of election has been positive.</p> <p>The Council of Governors resolved to <b>note</b> the report.</p>  |  |
| <p><b>14/15/38</b></p>   | <p><b>Closing the Gap - Stanley update</b></p> <p>(Fiona Clark left the meeting).</p>  |  |

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|                 | <p>Stanley Mayne updated Governors on the Trust progress in implementing a strategy to reduce the incidents of restraint. The training programme is aiming for an 80% reduction of incidents which is line with the national programme which is rolling out in conjunction with the University of Central Lancashire. CWP is involved in the third phase of the national roll out. Stanley Mayne is undertaking the role of Governor champion in this area.</p> <p>(Lucy Crumplin left the meeting).</p>               |  |
| <b>14/15/40</b> | <p><b>Feedback from recent governor training</b></p> <p>Phil Jarrold provided a brief overview of the Governor training held on 30th June 2014. This had been facilitated by a former Company Secretary/ Director of Governance. The training had focused on a refresh of Governor duties and how to discharge these effectively. There will be a further training session for Governors on September 19th 2014. This will also focus on developing Governor and Members communications.</p>                           |  |
| <b>14/15/41</b> | <p><b>Council of Governors sub-committee/Group minutes/notes</b></p> <p>a. Membership and Development sub-committee meeting of 2nd April and 4th June 2014. These minutes were received and approved.</p> <p>b. Scrutiny sub- committee - meeting of 15th April 2014. These minutes were received and approved.</p> <p>c. Involvement Taskforce meeting of the 13th March 2014. These minutes were received.</p> <p>d. Nominations Committee meeting of 17th March 2014. These minutes were received and approved.</p> |  |
| <b>14/15/42</b> | <p><b>Governor Question Time.</b></p> <p>Ann McGrath queried whether the new Director of HR and Transformation post was a new Executive Director position. David Eva confirmed that the post holder will attend Board meetings but will not have an executive portfolio. The role also has a focus on transformation and will be working closely with partners on this issue.</p>  |  |
| <b>14/15/43</b> | <p><b>Motions or Agenda Items on Notice</b></p> <p>None.</p>   |  |

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| 14/15/44 | <b>Review of risk impact of items discussed</b><br>No additional risk items were identified.  |  |
| 14/15/45 | <b>Feedback from meeting - review the effectiveness of the meeting (achievement of objectives/desired outcomes and management of time) No additions to the Risk Register were identified.</b><br><br>No further comments were raised. |  |
| 14/15/46 | <b>Date, time and place of next meeting;</b><br><br><b>Tuesday 9th September, 1pm</b> at the Mercure Chester Abbots Well Hotel, Whitchurch Rd, Christleton, Chester, CH3 5QL  |  |