



Council of Governors

At 10:30am on 13th December 2021

Via video conferencing

Ref	Title of item	Format	Presented by	Time
Formal Business				
Committee Governance				
21/22/62	Welcome, apologies and quoracy	Verbal	Chair	10:30 (5 mins)
21/22/63	Declarations of interest			
21/22/64	Meeting Guidelines	Paper		
21/22/65	Minutes of the previous meeting 21 st September & 4 th November 2021 – (to follow)			
21/22/66	Matters arising & action points			
21/22/67	2021/22 Business Cycle			
Chair, Chief Executive and Lead Governor Announcements				
21/22/68	Chair's Announcements	Verbal	Chair	10:35 (5 mins)
21/22/69	Chief Executive's Announcements	Verbal	Chief Executive / Director of Business and Value	10:40 (10 mins)
21/22/70	Lead Governor Announcements	Verbal	Lead Governor	10:50 (5 mins)
Reports from Council of Governors Sub-committees				
21/22/71	Minutes of Membership and Development Sub-Committee meeting held <ul style="list-style-type: none"> Meeting held - 20th October 2021 Minutes of the Scrutiny Sub-Committee meeting held: <ul style="list-style-type: none"> Meeting held – 6th October 2021 Minutes of the Nomination and Remuneration Committee Meeting held: <ul style="list-style-type: none"> Meeting held – 4th November 2021 	Paper	Sub-Committee Chairs	10:55 (10 mins)
			Chair / Lead Governor	

Ref	Title of item	Format	Presented by	Time
Items for Discussion and Approval				
21/22/72	External Auditors Contract	Paper	Chair of Audit Committee / Lead Governor	11:05 (10 mins)
21/22/73	NED Activity Report	Paper	Chair	11:15 (5 mins)
21/22/74	NED Update	Verbal	Non-Executive Director Farhad Ahmed	11:20 (10 mins)
Break 11:30 – 11:40 (10 mins)				
Trust Updates				
21/22/75	System Working Arrangements	Verbal	Director of Business and Value	11:40 (15 mins)
21/22/76	Financial Regime / Operational Planning – 21/22 - Update	Presentation	Director of Business and Value	11:55 (15 mins)
21/22/77	Imagining the Future – Update	Verbal	Director of People and OD & Director of Strategy and Partnerships / NEDs	12:10 (15 mins)
21/22/78	COVID-19 Update	Paper	Director of Operations	12:25 (15 mins)
Break 12:40 – 12:50 (10 mins)				
21/22/79	Lead Provider Collaborative Update	Presentation	Director of Strategy and Partnerships / Project Lead	12:50 (15 mins)
Governor Questions and feedback				
21/22/80	Governor Question Time	Verbal	All	13:05 (10 mins)
21/22/81	Governor Shared Learning <ul style="list-style-type: none"> • Training / Governor Forums 	Verbal	All	13:15 (10 mins)
Closing Business				
21/22/82	Any other business	Verbal	Chair/	13:25 (5 mins)
21/22/83	Review risk impact of items discussed		All	

Ref	Title of item	Format	Presented by	Time
21/22/84	Evaluate the effectiveness of the last meeting			
21/22/85	Review the effectiveness of today's meeting https://www.smartsurvey.co.uk/s/meetingeffectivenesssurvey/			
CLOSE 13:30				
Date, time and venue of the next meeting & venue TBC				

Version No	1	Date issued	
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DRAFT Minutes of Council of Governors Meeting

At 14:50 on Tuesday 21 September 2021

Via Video Conferencing

Present	<p>Mike Maier, Chairman Rebecca Burke-Sharples, Non-Executive Director Brian Crouch, Service User Carer Governor (Lead Governor) Richard Agar, Wirral Public Governor Kevin Bradburne, Cheshire West & Chester Public Governor Gus Cairns, Service User/ Carer Governor Lisa Hulmes, Staff Governor Rob Robertson, Service User/ Carer Governor Tim Seabrooke, Service User/ Carer Governor Iain Stewart, Partnership Governors Rob Walker, East Cheshire Public Governor Chris French, Appointed Governor Deepak Angihotri, Staff Governor (joined approx. 14:50 following item 31) Sean Boyle, Appointed Governor Beverley Greenwood, Service User/ Carer Governor Ferguson McQuarrie, Service User/ Carer Governor Gill Thompson, Staff Governor</p>
In attendance	<p>Suzanne Edwards, Director of Operations Elizabeth Harrison, Non-Executive Director Tim Welch, Chief Executive Officer (Interim) Jane Woods, Deputy Director of People and OD Andy Harland, Director of Business and Value (Interim) Suzanne Christopher, Head of Corporate Affairs</p>
Apologies	<p>David Bull, Service User/ Carer Governor Ken Edwards, Staff Governor Gareth Gould, Cheshire West & Cheshire Council Appointed Governor Phil Jarrold, Service User/ Carer Governor Elaine Marsh, Service User/ Carer Governor Peter Ashley-Mudie, Service User Carer Governor Andy Corkhill, Partnership Governor Helen Nellist, Public Governor Alice Smith, Service User Carer/ Governor Paul Taylor, Out of Area Public Governor Jennette Wilne, Staff Governor</p>

Ref	Title of item	Action
	Meeting governance	
21/22/26	Welcome, apologies and quoracy. Apologies were noted as above. The meeting was confirmed to be quorate.	
21/22/27	Declarations of interest. None.	
21/22/28	Meeting Guidelines The meeting guidelines were noted .	
21/22/29	Minutes of the previous meeting The minutes of the meeting held on the 22nd June 2021 were reviewed and agreed as an accurate record (with one amendment to the attendance list).	

Ref	Title of item	Action
21/22/30	<p>Matters arising & action points All action points were reviewed and the Council agreed to close actions 20/21/80, 20/21/80a and 20/21/84, as all had been completed.</p>	
21/22/31	<p>Business Cycle: 2021/22 The business cycle for 2021/22 was noted.</p>	
Trust Updates		
21/22/32	<p>Chair's Announcements</p> <p>The Chair provided the following announcements;</p> <p>Community Mental Health Survey 2022 It was noted that the survey would soon be carried out to understand how people who access our services view those. The survey is part of a national programme to improve quality of care and service users' experiences. It was acknowledged that individuals may choose to opt out of this process and guidance would be issued to advise on that.</p> <p>New Crisis Café opened in Birkenhead It was reported that a new mental health crisis café had opened on Monday 6th September in the Wirral area called Compañeros. The café had been jointly developed between CWP, NHS Wirral CCG and also local organisation the Spider Project. Compañeros is Spanish for companion or friend. The name was devised by Spider Project with help from their members and aims to capture the ethos of the service. It will be a welcoming, friendly and safe environment. This is the second crisis café that CWP have supported with Spider Project, with Café 71 having opened in 2020.</p> <p>World Suicide Prevention Day Friday 10 September was World Suicide Prevention Day. This event is held annually allowing an opportunity to reflect and raise awareness of issues around suicide and suicidal ideation. CWP took the opportunity to promote our crisis services including our crisis line, crisis cafes and also the Shout text messaging service. A Facebook Live was also held where Hayley McGowan and Mike Caulfield shared their thoughts on the subject.</p> <p>Lower My Drinking App Governors were advised that Champs Public Health Collaborative had launched a new campaign funded by Cheshire and Merseyside Health and Care Partnership to promote the Lower My Drinking platform. The app is now available for use across Cheshire and Merseyside. The app is available to download on the App Store or via Google Play.</p> <p>Involvement, Recovery and Wellness Centre: Prospectus for September - December 2021 The latest prospectus for the Involvement, Recovery and Wellness Centre is now available to download from the CWP Website. Workshops are open to people who access our services, their carers and those who work for CWP.</p> <p>Chairs Recruitment The Chair thanked all those involved in the recent Chairs recruitment process for their support, time and effort. The Chair gave special thanks to Rebecca Burke-Sharples for chairing and leading this process. It was noted that a successful outcome had been achieved and approved at the private session of the Council of Governors held immediately prior to this session. Formal, public, communications would follow once agreed with the CEO and key partners.</p>	

Ref	Title of item	Action
	<p>Governors acknowledged the updates and commented positively on the introduction of the Crisis Café on the Wirral. Governors also highlighted Black History Month. It was noted that a number of events would be taking place, and Governors were invited to attend.</p> <p>The Council of Governors noted the updates.</p>	
21/22/33	<p>Chief Executive Announcements</p> <p>T Welch introduced the item, noting what a privilege it was to be the Chief Executive Officer for CWP as part of the current interim arrangements. T Welch went on to formally note the agreed interim backfill arrangements as follows;</p> <ul style="list-style-type: none"> • Suzanne Edwards, Interim Deputy Chief Executive Officer (and Director of Operations) • Andy Harland, Interim Director of Business and Value <p>CWP Cares Events</p> <p>T Welch expressed the honour it had been to be a part of the CWP Cares events, meeting with CWP People. Thanks was offered to all CWP Teams for all their work and efforts to support the response to the pandemic. It was noted that the majority of CWP services had remained open during this period and that demand for services had increased due to the effects of the pandemic on people across our communities. T Welch noted that a great deal was being learnt from holding these events which would support the Trust to improve and move forwards.</p> <p>System Working</p> <p>It was noted that S Cumiskey was working on an interim basis to support the development of the Cheshire and Merseyside Integrated Care System. Guidance continues to be issued to support the establishment of the System and overarching governance arrangements. Governors would continue to be updated as plans progress and clarity is obtained.</p> <p>Provider Collaboratives</p> <p>It was confirmed that CWP would be the Lead Provider Collaborative (LPC) for CAMHs Tier 4 services and for Complex Eating Disorders. Both LPC's are planned to Go Live with effect from the 1st October 2021. It was noted that a great deal of work had taken place, and continued to take place, to understand the requirements of CWP acting as a commissioner and a provider. Clinical models had been developed and regular updates regarding progress were being provided to the Board of Directors ahead of the planned Go Live date.</p> <p>Electronic Patient Record</p> <p>It was noted that significant progress had been made and training was taking place across the Trust to take forward the new Electronic patient record. The change over was planned for November 2021 and plans were progressing at pace.</p> <p>Questions were raised by Governors regarding compatibility with third sector organisations and other systems, as well as the safeguards within the new system.</p> <p>Assurance was provided that one of the key selection criteria for SystemOne was its ability to connect with other systems, allowing CWP to work more collaboratively with other statutory bodies and organisations. It was noted that the system includes safeguards to</p>	

Ref	Title of item	Action
	<p>ensure that data is held securely which had been assessed against necessary data quality standards.</p> <p>The Council of Governors noted the update.</p>	
21/22/34	<p>Lead Governor Update</p> <p>B Crouch, Lead Governor introduced the item.</p> <p>Changes to the Council It was noted that one of the Council's Service User Carer Governors had recently stepped down from her role as Governor due to personal circumstances.</p> <p>Meetings moving forwards It was noted that a few Governors had raised the matter of returning to face to face meetings. B Crouch invited members of the Council to consider if this is something they wished to progress with at this time. Governors were asked to provide their views on this matter outside of the meeting to Melysa Border for consideration.</p> <p>Governor Training Governors were advised of the planned training session that would focus on the CQC requirements and inspection. The session would be held via MS Teams on 30th September 2021 at 10:30am. Governors were encouraged to contact Melysa Border if they wished to register to attend.</p> <p>Governor questions Governors were reminded to send any questions they may have to the Governor email address – gov@cwps.nhs.uk to allow these to be collated and answered for you.</p> <p>Governor Sub-Committees Governors were reminded that sub-committees of the Council had not met for some time, or only met as necessary, further to guidance issued by NHSE/I. It was planned that these would now be reinstated from October 2021 onwards. These meetings would be reviewed against COVID restrictions and advise from the centre.</p> <p>The Council of Governors noted the updates.</p>	
	<p>Reports from Council of Governors Sub-committees and feedback on governor activity</p>	
21/22/35	<p>Minutes of Membership and Development Sub committee No meetings held since last Council of Governors</p> <p>Minutes of Scrutiny Sub Committee No meetings held since last Council of Governors</p> <p>Minutes of Council of Governors Nominations & Remuneration Committee – 29th June, 19th August and 2nd September 2021 It was noted that the content of these meetings had been considered as part of the private session held with Governors, immediately prior to this meeting. No further questions or comments were raised.</p> <p>The Council of Governors noted the updates.</p>	
21/22/36	<p>COVID-19 Update</p> <p>S Edwards presented an update to the Council regarding the continued response to Covid-19.</p>	

Ref	Title of item	Action
	<p>It was noted that since the start of the pandemic the Trust had been operating within the emergency framework as dictated by the centre, using the Tactical Command Group (TCG) and Senior Executive Group (SEG) to follow an emergency decision making framework. Nationally, the NHS continues to operate at level 3 of the National Emergency Planning Level. The level allows more local decision-making to take place within the guidance issued nationally.</p> <p>Governors were appraised of the key changes / decisions that had been taken over the last few months, including the management of outbreaks within in-patient areas, bed availability challenges, staff shortages due to staff sickness / self-isolation / annual leave etc. It was noted that a standing operating procedure was now in place to allow staff (in exceptional circumstances) to return to work who had otherwise been asked to isolate via the NHS COVID App. Local operating procedures had been established to support the management of this process.</p> <p>Mass Vaccination – Update</p> <p>S Edwards provided an overview of the mass vaccination provision to date, commencing at Chester racecourse, moving to the CIVIC Hall in Ellesmere Port and more recently moving to phase three of the programme.</p> <p>As part of the preparations for the winter period, guidance had now been circulated confirming that the flu vaccination could be administered at the same time as the COVID vaccination (or booster). A summary of the vaccination rates to date was provided to Governors.</p> <p>Governors were advised that Emergency Powers had also recently been taken by the Board of Directors to enable to implementation and delivery of the vaccination programme for 12-15 years old's. This formed part of CWP's contract regarding school vaccination programmes and delivery. The decision will be ratified by the Board of Directors at the end of the month.</p> <p>It was noted that a critical incident had recently been declared within the Trusts Specialist Mental Health Care Group due to the increased demand for in-patient beds. Support was being provided to the Care Group to ensure effective management of the situation.</p> <p>Guidance was expected regarding staff who entre care homes to have received two doses of the vaccination. This will be followed by an SOP for staff.</p> <p>Governors were appraised of the recent changes to wards and admissions to ensure safe and effective services could continue to be offered.</p> <p>Governors queried the uptake of the second vaccination. S Edwards confirmed that some challenges existed with the data for second vaccinations which is being considered. Work is also taking place with staff who may be hesitant to take up the offer of the second vaccination. Risk assessments continue to be undertaken and support will also be offered to staff for the booster vaccination.</p> <p>M Maier confirmed that Board members are regularly appraised regarding the vaccination uptake figures. It was noted that Non-</p>	

Ref	Title of item	Action
	<p>Executive Directors had also raised a number of questions relating to this topic to seek appropriate assurance.</p> <p>Governors challenged the work taking place to support staff well-being and how this would be sustained during the winter months. S Edwards confirmed that this is a concern nationally, and that support was being offered from both a local CWP level as well as a regional Cheshire and Merseyside level. A number of on-line tools had been devised, a resilience hub had been formed, and the workforce summit was also in place. It was noted that internally, Care Groups had escalated concerns regarding recruitment and retention, as well as staff well-being. In response to that there is a weekly people planning group and the establishment of a workforce planning group; both of which have taken a rapid improvement approach to their work. Staff well-being is of the upmost importance to CWP and we recognise the efforts of staff and the need to ensure they are fully supported as we now progress towards the winter months.</p> <p>M Maier confirmed that this was an area that was also being closely considered by Chairs as part of a recent Chair and CEO workshop. There is an emphasis on the need for organisations to work together and support each other. Assurance was also provided to the Governors, that this is an area that the Board of Directors is very much focused on, recognising the efforts of our people across CWP.</p> <p>A discussion took place regarding the vaccination and transmission of the virus.</p> <p>The Council of Governors noted the update.</p>	
21/22/37	<p>Financial Regime / Operational Planning – 21/22 – Update</p> <p>A Harland presented an update to the Council of Governors regarding the financial regime.</p> <p>It was noted that interim plans had been in place for the first part (H1) of 2020/2021. An update for the first part of the year was provided to the previous Council of Governors meeting. Planning was now expected for the second half of the year (H2) which was expected to commence from October. However, guidance was still awaited but expected imminently.</p> <p>A recent national update did confirm funding for the NHS, but it had not been stipulated how that would be allocated. It was anticipated that H2 would follow similar arrangements to H1, with funds being allocated by the Cheshire and Merseyside Health Care Partnership. From a system perspective, it was noted that financial balance will be achieved by the end of the financial year. Expected efficiencies were estimated to be set at 3% and COVID allocations were anticipated to reduce.</p> <p>Once more is known, this will be shared with the Council of Governors.</p> <p>The Council of Governors noted the update.</p> <p><i>T Seabrooke left the meeting.</i></p>	
	Item for Discussion and Approval	
21/22/38	Non-Executive Director (NED) Recruitment Update	

Ref	Title of item	Action
	<p>S Christopher presented an update to the Council regarding the NED Recruitment.</p> <p>It was noted that Paul Bowen had recently resigned (with effect from 31st August 2021) from the role of Non-Executive Director due to the increased pressures of his GP role to support the response to the continued pandemic.</p> <p>It was also acknowledged that Rebecca Burke-Sharpley was due to conclude her current term of office in June 2022.</p> <p>Given the above, it was proposed to the most recent Nominations and Remuneration Sub-Committee of the Council of Governors that both positions be recruited to under one process. The successful candidates would then have staggered start dates, to allow one to take up position with immediate effect and the other at the conclusion of Rebecca Burke-Sharpley's current term of office.</p> <p>Quotes from search agencies would be sought to support this process and the Nominations and Remuneration Sub-Committee of the Council of Governors would then lead on this work.</p> <p>The Council for Governors approved the proposed way forward.</p>	
21/22/39	<p>Annual Election Update</p> <p>S Christopher introduced the item and provided an update to the Council regarding the Annual Election.</p> <p>It was noted that the election had now closed, and all successful candidates had been contacted by CIVICA to confirm the outcome.</p> <p>As part of this year's election, it was noted that, there was one voting process. This was for the Staff Governor constituency, for the nursing vacancy.</p> <p>Governors confirmed as being re-appointed and those newly appointed will officially join the Council and commence their terms of office at the conclusion of this year's Annual Members Meeting. Congratulations were offered to Peter Ashely-Mudie and Phil Jarrold who would be taking up a further term of office.</p> <p>The Council of Governors noted the update</p>	
21/22/40	<p>Annual Members Meeting / Annual Report and Accounts 20/21</p> <p>S Christopher introduce the item.</p> <p>It was confirmed that this year's external audit had now concluded. Due to changes to the audit and laying processes for this financial year, the Annual Report and Accounts would now not be laid before Parliament until week commencing the 18th October 2021.</p> <p>It was noted, that due to the above, an additional Council of Governors meeting would be arranged early in November to allow the Council of Governors to formally receive the Annual Report and Accounts 20/21.</p> <p>Governors were informed that the Annual Members Meeting was proposed to take place on the 11th November 2021. Further details would</p>	

Ref	Title of item	Action
	<p>be confirmed, once confirmation of the above process had been received by the Trust.</p> <p>The Council of Governors noted the update</p>	
	<p>Governor Questions and feedback</p>	
<p>21/22/41</p>	<p>Governors Question Time</p> <p>Governor R Walker had submitted a number of questions prior to the meeting, as follows;</p> <ol style="list-style-type: none"> 1. <i>Are 72-hour follow-up's on discharge being made?</i> <p>S Edwards confirmed that the Trust monitors progress against the 72-hour follow-up target. The target aims for 95% of people discharged to have received a face to face follow-up appointment within 72 hours. Our latest figures (August 2021) show an achievement of 82.4% against this target. CWP continues to work directly with operational services to improve this figure.</p> <ol style="list-style-type: none"> 2. CWP has always prided itself on out of hour placements, what is the current situation with regards bed capacity? <p>S Edwards confirmed that this is currently a pressure nationally, with very few beds available. This is causing a pressure across all areas, including time spent in A&E. CWP has seen challenges with the availability of acute mental health beds both locally and nationally, particularly during the course of August. This has been partly due to the volume and acuity of people being admitted to hospital, however, current recruitment and retention challenges have also contributed to this.</p> <p>It was noted that although CWP has had to utilise out of area beds, the number of occurrences remains low. CWP is also taking measures to create capacity in acute services by opening up additional surge beds, holding weekly multi-agency discharge events with CCG's and Local Authority to work collaboratively to improve the flow of people in hospital who are approaching discharge, and reconsidered the programme for ward refurbishments to maintain capacity. Capacity is also being released via the use of nursing home beds and step-down beds for those patients well enough to be discharged to nursing care. Work in the community to focus on early intervention and reduce the need for inpatient provision is also a priority of the Trust.</p> <p>R Walker asked how CWP was ensuring the quality of external providers in line with CQC requirements. S Edwards confirmed that the quality standards form part of the contractual arrangements in place across the North West and through oversight from local Commissioners. As a Trust, CWP also considered provider CQC ratings as further assurance.</p> <p>G Cairns reflected on a recent Cheshire West Health Overview and Scrutiny Committee meeting and declared an interest as the Chair of the West Cheshire Autism Hub. G Cairns enquired about the waiting times for adults with autism. S Edwards confirmed that discussions were currently underway with the CCG acknowledging that the level of demand is currently greater than commissioned capacity. Work was underway to ensure that waiting lists were below 12 weeks by March 2022.</p> <p>C French acknowledged the recent changes to the Board of Directors in light of S Cumiskey taking a secondment to support the HCP. NEDs</p>	

Ref	Title of item	Action
	<p>were asked to provide assurance of their oversight to ensure a smooth transition in terms of the current arrangements and any risks identified with that. M Maier confirmed that the role S Cumiskey had been approached to undertake was time limited. It was testimony to both her and the Trust that she had been approached. Thought had been given to the interim arrangements and assurance provided to NEDs of people's capacity and ability to take on these roles for this time. Executive colleagues are also used to working across portfolio's by way of support. It was noted that although this may present a risk, the Director of Business and Value had also been the Deputy CEO for some years and had experience deputising for the CEO previously.</p> <p>E Harrison, commented that NEDs took time to discuss and consider the proposed plans, presenting a number of challenges to S Cumiskey and the wider Executive Team before agreeing for these plans to progress. It was felt that the arrangements would provide benefits for the organisation. Although the situation may present risks, on balance NEDs agreed that this was the best way forward and that the Executive Team had enough experience, knowledge and skill to allow the proposals to be supported.</p> <p>The Council of Governors noted the questions and answers.</p>	
21/22/42	<p>Governor Shared Learning, Training / Governor Forums None.</p>	
	<p>Closing Business</p>	
21/22/43	<p>Any other business None</p>	
21/22/44	<p>Review risk impact of items discussed None</p>	
21/22/45	<p>Evaluation of meeting effectiveness The meeting was considered effective.</p>	
21/22/46	<p>Review the effectiveness of today's meeting https://www.smartsurvey.co.uk/s/meetingeffectivenesssurvey/</p>	
CLOSE		
<p>Date, time and venue of the next meeting: – venue TBC</p>		

Cheshire and Wirral Partnership NHS Foundation Trust
Open Actions Action Schedule

Action Log: Council of Governors						
Meeting date	Group/ Ref	Action	Update	By Whom	By when	Status
22.01.2020	19/20/75	Working group to be set up to review policies	Corporate Affairs team are looking at a date for this. On hold due to Covid-19	Corporate Affairs Team	ASAP	Ongoing

**Council of Governors
Business Cycle 2021/22**

Item	Lead	Scope	Jun	Sep	Dec	Mar
Announcements: Chair / Chief Executive / Lead Governor	Chair Chief Executive Lead Governor	<i>To update the CoG on any issues or developments affecting the Trust</i>	✓	✓	✓	✓
2021/22 Business Cycle	Chair	<i>To Note</i>	✓	✓	✓	✓
Action Schedule	Chair	<i>To provide updates in respect of actions not elsewhere on the agenda, to ensure progress.</i>	✓	✓	✓	✓
Receive CoG Annual Report 2019	Head of Corporate Affairs	<i>To review the work of council, the business cycle, the effectiveness of meetings and Governors attendance at meetings.</i>			✓	
Receive minutes of the Scrutiny subcommittee	Chair of subcommittee	<i>To review the work of the committee and for matters to be escalated to CoG as appropriate.</i>	✓	✓	✓	✓
Receive minutes of the Membership and Development subcommittee	Chair of subcommittee	<i>To review the work of the committee and for matters to be escalated to CoG as appropriate.</i>	✓	✓	✓	✓
Receive minutes of the Nominations and Remuneration Committee	Chair	<i>To review the work of the committee and for matters to be escalated to CoG as appropriate.</i>	✓	✓	✓	✓
Board of Director to Council of Governor meeting	Chair	<i>To be held annually.</i>			✓	
Governor Q&A sessions	Chair	<i>Opportunity for Governors to feedback to the full Council and to present questions or make comment.</i>	✓	✓	✓	✓
Operational Plan 2021-2022 submission	Director of Finance	<i>For Governors to have an overview and an opportunity to influence</i>	✓			

Item	Lead	Scope	Jun	Sep	Dec	Mar
		<i>the Trust plans.</i>				
CWP forward view planning	Director of Finance	<i>For Governors to have an overview and an opportunity to influence the Trust plans.</i>	✓	✓	✓	✓
Receive the Trust's Annual Accounts and Auditor reports on them and the Annual Report 18/19	Director of Finance / Trust External Auditors	<i>For the Governors to formally receive the Trust Annual Report and Accounts.</i>		✓		
Draft Quality Accounts 18/19 for year and agree locally selected indicator	Medical Director / Trust External Auditors	<i>For the Governors to formally receive the Trust Quality Account.</i>		✓ Quality Accounts		
Review and approval of Council policies as per review cycle	Head of Corporate Affairs	<i>To ensure regular review and approval of policies.</i>	✓	✓	✓	✓
Review Foundation Trust Constitution	Head of Corporate Affairs	<i>To ensure regular review and approval of the Trust Constitution.</i>	✓	✓		
Review of Register of Conflicts of interest for Governors	Head of Corporate Affairs	<i>To note current register and review as appropriate</i>	✓			
Annual Senior Independent Director Led Meeting and plans for Chair's appraisal	Senior Independent Director	<i>To provide an overview to the Governors and an opportunity to influence.</i>				✓
Appointment of Non-Executive Director	Chair / Nomination and Remuneration Committee Members	<i>To provide feedback to the CoG and seek approval of appointments.</i>				
Annual Election Planning	Membership and Development Sub-Committee / Head of Corporate Affairs	<i>To ensure involvement of Governors in the election process.</i>	✓			
Annual review of the Membership (involvement) Strategy	Membership and Development Sub-Committee / Associate Director: Patient Experience	<i>An opportunity to influence Trust plans.</i>	✓	✓		

Minutes of Council of Governors –
Membership and Development
Sub Committee

At 10:30 on 20 October 2021
Via Video Conferencing - Teams

Present	David Bull, Service User and Carer Governor (Chair) Beverly Greenwood, Service User and Carer Governor Ferguson McQuarrie, Service User and Carer Governor
In attendance	Suzanne Christopher, Corporate Affairs Manager Melysa Border, Corporate Governance Administrator Catherine DeZwaan, Patient and Carer Experience Team Manager / Voluntary Services Lead
Apologies	Peter Ashley-Mudie, Service User and Carer Governor (Deputy Chair)

Ref	Title of item	Action
	Meeting governance	
21/22/1	Welcome, apologies and quoracy The Chair welcomed all members to the meeting. Apologies were noted as above. It was confirmed that the meeting was not quorate . The Chair advised the group that Gordon Cairns had resigned as governor recently, and would therefore, no longer be a member of this committee.	
21/22/2	Declarations of interest No declarations of interest were declared.	
21/22/3	Business Cycle The business cycle was noted .	
21/22/4	Minutes of the previous meeting The minutes of the meeting held on 13 th October 2020 were agreed as an accurate record.	
21/22/5	Update on governor elections Suzanne Christopher introduced the item and advised the sub-committee that there had been a great response to the Governor elections which had now concluded. Civica have contacted all new Governors to confirm appointment. New Governors had also been contacted by letter to confirm appointment which would take effect at the end of the Annual Members Meeting on 11 th November 2021. They had also been invited to attend an induction session planned for 18 th November 2021. All new Governors would be published on the website following the Annual Members Meeting. The conclusion of the elections had left some vacancies within the Service user / Carer constituency, Public constituency and Medical Staff constituency. Ahead of the Governor induction we welcome any feedback from your own induction experience as we are currently reviewing the process and ensuring it is in line with the information available from NHS providers.	

Ref	Title of item	Action
	The Membership and Development Sub-Committee noted the update.	
21/22/6	<p>Annual Members Meeting Preparations</p> <p>Melysa Border introduced the item and advised the sub-committee that the Annual Members Meeting will take place on 11th November, and will be held by Video conferencing.</p> <p>All Governors were encouraged to attend as this is a Governor meeting. The AMM has been advertised in local newspapers and work was taking place with The Patient and Carer Experience Team to ensure all members are invited via the membership database.</p> <p>A programme of the day and etiquette guide had been created and the presentation was being finalised. The presentation will include a review of the year, an update of our Governors and Board members, and looking forward to the year ahead. We also hope to include a patient story to outline some of the support offered by CWP. It was noted that this year's Annual Members Meeting would be the final one for Mike Maier as CWP Chair. This will be acknowledged as part of the meeting.</p> <p>The Membership and Development Sub-Committee noted the update.</p>	
21/22/7	<p>Involvement and Patient / Carer Experience Update</p> <p>Catherine DeZwaan introduced the item and advised the sub-committee that the Lived Experience Volunteering Engagement Network had not taken place due to COVID. However, it was noted that a large amount of work had taken place over the year, detailed in supporting documentation shared with the Governors, and recently presented to the Quality Committee. Committee members commented on the projects undertaken across the year and commended the team for their efforts.</p> <p>Catherine advised the following updates</p> <ul style="list-style-type: none"> • Complaints has been moved to the Patient Advice Liaison (PALs) team. • Volunteer recruitment process is being reviewed to incorporate feedback received. <p>The Membership and Development Sub-Committee noted the update.</p>	
21/22/8	<p>Membership Development Plan / Membership Strategy Update / Member and Governor Engagement</p> <p>David Bull introduced the item and provided an overview of the Membership Development Plan 2021.</p> <ul style="list-style-type: none"> • Publicising widely the purpose and benefits of Trust membership • Increasing membership of the Trust across all constituencies • Promoting diversity and inclusion in Trust membership • Facilitating membership through a simple and accessible application process • Engagement with members, volunteers and the wider public <p>The development plan will be presented at the next Council of Governors and feedback invited to bring back to the sub-committee for further discussion.</p> <p>The Membership and Development Sub-Committee noted the update.</p>	

Ref	Title of item	Action
21/22/9	<p>Terms of Reference – Review</p> <p>The sub-committee reviewed the terms of reference and agreed no changes were needed.</p> <p>The Membership and Development sub-committee agreed the terms of reference.</p>	
	Any other business	
21/22/10	<p>Any other business</p> <p>None</p>	
21/22/11	<p>Matters for referral to any other groups (including Council of Governors)</p> <ul style="list-style-type: none"> • Membership Development Plan • Membership of the sub-committee 	
21/22/12	<p>Review risk impact of items discussed</p> <p>There were no risks to be discussed.</p>	
21/22/13	<p>Review the effectiveness of today's meeting</p> <p>The meeting was deemed effective.</p>	
CLOSE		
Date, time and venue of the next meeting:		
19 January 2021, venue TBC		

**Minutes of the Council of Governors – Scrutiny Sub Committee
Held on Wednesday 6th October 2021 at 10:15am
Teams Meeting**

Present	Brian Crouch, Service User & Carer Governor (Chair) Peter Ashley-Mudie, Service User & Carer Governor Richard Agar, Public Governor, Wirral Tim Seabrooke, Service User & Carer Governor Chris French, Appointed Governor
In attendance	Rebecca Burke Sharples, Non-Executive Director Suzanne Christopher, Head of Corporate Affairs Mike Lloyd, Deputy Associate Director of Business and Value Melysa Border, Corporate Affairs Administrator – note taker
Apologies	Ken Edwards, Staff Governor Deepak Agnihotri, Staff Governor Therapies

Ref	Minutes	Action
21/22/1	Welcome, apologies and quoracy The Chair welcomed everyone to the meeting. Apologies were noted as above. The meeting was quorate .	
21/22/2	Declarations of Interest There were no Declarations of Interest noted .	
21/22/3	Meeting Guidelines / Business Cycle The meeting guidelines were noted .	
21/22/4	Minutes of the previous meeting and Action Log The minutes of the meeting held on the 9 th December 2020 were read and agreed as an accurate record. The action log was reviewed and it was agreed the outstanding action is currently on hold due to COVID.	
21/22/5	Report against strategic objectives Mike Lloyd introduced the item and provided an overview of the report. In 2019 the Board of Directors requested the development of a new product through which the Trust could report against its strategic objectives. The report is provided to Board on a regular basis. Work has now commenced to map the current metrics to the new strategic objectives. The data for a number of indicators have not been updated due to the pandemic. This affects patient Friends and Family Test, Listen and Learn events, QI Training metrics and the Use of Resources metric. However, the new NHS National Pulse Surveys has provided information for the first time to continue the flow of information on CWP as a place of work and place for patients to be cared for. Current performance was highlighted in the report and key points were as follows: <ul style="list-style-type: none"> • CWP has needed to place acutely ill patients out of area in each month of 2021 so far; • Absence due to sickness has been high again in the most recent two months; 	

	<ul style="list-style-type: none"> • Staff turnover has risen sharply in the most recent month pushing the rolling 12-month measure to a high level. The resourcing concerns that have led to a new strategic risk being raised can be seen in a number of the metrics and associated commentaries including turnover, vacancies, sickness absence and appraisal & supervision compliance • The results from the first NHS National Quarterly Pulse Survey has given a relatively high score for CWP being a place to work that staff would recommend to friends and family. <p>The sub Committee thanked Mike for the report and noted the updates provided.</p>	
21/22/6	<p>Review of Scrutiny of Quality Matters Quality Committee Chair's Report, July and September 2021</p> <p>Rebecca Burke Sharples introduced the item and provided an overview of the July and September Quality Committee Chair's reports highlighting the following:</p> <ul style="list-style-type: none"> • The Quality Committee was not quorate during the meeting. Approval for some reports were agreed in principle, Chairs action was required to be taken outside the meeting. • A service improvement plan was noted by the Committee concerning the response to the Board approved level 3 serious investigation report. The Board will be asked to scrutinise this plan and provide approval of the actions and timeframes. • An improvement plan relating to Rosewood Ward that outlined learning from incidents and staffing issues was agreed and will be overseen by Quality Committee moving forwards. • Consideration had been given to how reporting of staff and patient feedback through a number of routes including Friends & Family Test, compliments and reporting of incidents could be further improved. • It was noted that compliance levels with fire evacuation training for inpatient services would be taken to Operational Committee in October 2021 for their oversight around continuous improvement plans. • Significant assurance was provided to Quality Committee regarding the implementation of SystemOne. <p>The Sub-Committee noted the update.</p>	
21/22/7	<p>Review and Scrutiny of Audit Matters Audit Committee Chair's Report – 11th May 2021</p> <p>Rebecca Burke Sharples (as Deputy Chair of the Audit Committee) introduced the item and provided an overview of the Audit Committee chairs report highlighting the following:</p> <ul style="list-style-type: none"> • MIAA have recently reviewed the Assurance framework and Conflicts of Interest policies and processes. • The Serious Incident review audit process was considered and delays in this process noted. • The Annual Report and Accounts would be approved by the 15th 	

	<p>June 2021.</p> <p>Governors were reminded that they are welcome to attend the Audit Committee or Quality Committee meeting to observe and can do so by contacting Melysa Border or the Corporate Affairs Team.</p> <p>The Sub-Committee noted the update.</p>	
21/22/8	<p>Governor/Sub-Committee Matters None.</p>	
21/22/9	<p>Any other Business</p> <p>A discussion was held around the format of the future meetings. A piece of work was done pre pandemic which gave great feedback and it was suggested to revisit it.</p> <p>Action – send around terms of reference to remind the committee of the groups objectives.</p>	<p>Corporate Affairs Team</p>
21/22/10	<p>Matters for referral to any other groups None.</p>	
21/22/11	<p>Review risk impact of items discussed None.</p>	
21/22/12	<p>Review of effectiveness of meeting Effective.</p> <p>It was discussed that the overall meeting effectiveness review will be revisited in the new year and will include Non-Executive Directors input.</p>	
	<p>Date of next meeting:</p>	

Nominations and Remuneration Committee of the Council of Governors



At 11:30am Thursday 4th November 2021
Via Teams

Present	Mike Maier, Chair Richard Agar, Service User/Carer Governor Rob Robertson, Public Governor, Wirral Brian Crouch, Lead Governor/ Service User/ Carer Governor Helen Nellist, Public Governor, West Sean Boyle, Partnership Governor, Staffside
In attendance	Sheena Cumiskey, Chief Executive Suzanne Christopher, Head of Corporate Affairs Melysa Border, Corporate Governance Administrator
Apologies	Ken Edwards, Staff Governor

Ref	Title of item	Action
	Meeting governance	
21/22/60	Welcome, apologies and quoracy Mike Maier, Chair opened the meeting and welcomed all present. Apologies were received noted as above. The meeting was confirmed to be quorate .	
21/22/61	Declarations of interest None.	
21/22/62	Meeting Guidelines These were noted.	
21/22/63	Minutes of the previous meeting The minutes of the meeting which took place on 19 th August 2021 and 2 nd September 2021 were approved as an accurate record.	
21/22/64	Matters arising & action points No outstanding actions.	
21/22/65	Business Cycle The business cycle for 2020/21 was noted .	
21/22/66	Non-Executive Director Succession Planning Mike Maier introduced the item and provided an update on recruitment for Non-Executive Director roles and advised that Rebecca Burke-Sharples was due to conclude her current term of office as Non-Executive Director in June 2022 and Paul Bowen had recently left his role at the end of August 2021 due to personal circumstances. Therefore, two Clinical Non-Executive Director roles would soon be vacant. It was proposed that both positions be recruited to at the same time, with one being appointed to with immediate effect and the other at the conclusion of Rebecca's current term of office. It was also noted that both Edward Jenner and Andrea Campbell complete their third term of office in December 2022. They will both be eligible to seek reappointment should they choose to. The Nominations and Remuneration Committee noted the update and agreed the proposed way forward.	

Ref	Title of item	Action
21/22/67	<p>Procurement for NED Recruitment.</p> <p>Mike Maier introduced the item and provided the committee with an update on procurement for the NED recruitment process. The members of the Committee had each been provided with two quotes from recruitment agencies, one from Gatenby Sanderson and another from NHS Executive Search.</p> <p>The Committee held a lengthy discussion regarding the two quotes and agreed costs from both were similar and comparable to previous years. The Committee agreed to move forward with Gatenby Sanderson.</p> <p>Mike Maier advised that the process will transition between himself and Isla Wilson (incoming Chair), as the recruitment process will extend beyond 31st December 2021.</p> <p>The Nominations and Remuneration Committee noted the update.</p>	
21/22/68	<p>Job Description and Person Specification Review</p> <p>Mike Maier introduced the item and an in-depth discussion took place regarding the Job Description and Person Specification for the NED role. Governors considered the need for NEDs to fully understand the role, the anticipated time commitment and expectations. Mike Maier commented on the support provided by Board members to each other and mentoring that could also be provided by existing NEDs to support incoming candidates.</p> <p>The Nominations and Remuneration Committee agreed the Job Description and Person Specification.</p>	
21/22/69	<p>Timetable for recruitment process</p> <p>Mike Maier advised the Committee members of a proposed timeline for the process. Further to the above selection of Gatenby Sanderson, the timeline will be shared and discussed with the search agency for consideration and agreement.</p> <p>The Nominations and Remuneration Committee agreed with the draft timescales.</p>	
21/22/70	<p>NED activity report</p> <p>Mike Maier presented his activity report to the committee advising COVID restrictions have continued to impact the ability to meet in person but gave assurance that each NED has remained very active. The report provided a summary of all activities recently undertaken or supported by NED colleagues.</p> <p>The Nominations and Remuneration Committee noted the report.</p>	
21/22/71	<p>Any other business The Chair offered thanks to all attendees for their support to this process.</p>	
21/22/72	<p>Review risk impact of items discussed No emerging risks were identified.</p>	
21/22/73	<p>Evaluate the effectiveness of the last meeting All agreed the meeting had been effective.</p>	
21/22/74	<p>Review the effectiveness of today's meeting https://www.smartsurvey.co.uk/s/CWPmeetingsurvey/</p>	
<p>Date, time and venue of the next meeting: TBC</p>		

STANDARDISED SBAR COMMUNICATION

REPORT DETAILS	
Report subject:	External Auditors Contract
Agenda ref. number:	
Report to (meeting):	Council of Governors
Action required:	Discussion and Approval
Date of meeting:	13/12/2021
Presented by:	Rebecca Burke-Sharples, NED & Deputy Chair of Audit Committee

Which strategic objectives this report provides information about:	
Improving Care, Health and Wellbeing	No
Working within Communities	No
Working in Partnership	Yes
Delivering, Planning and Commissioning Services	No
Making Best Value	Yes
Reducing Inequalities	No
Enabling our People	No
Improving and Innovating	No

Which NHSI Single Oversight Framework themes this report reflects:		CWP Quality Framework:		
Quality	No	Patient Safety	Safe	Yes
Finance and use of resources	Yes	Clinical Effectiveness	Effective	No
Operational performance	No		Affordable	No
Strategic change	No		Sustainable	No
Leadership and improvement capability	No	Patient Experience	Acceptable	No
			Accessible	No
http://www.cwp.nhs.uk/media/4142/quality-improvement-strategy-2018.pdf				

Equality, Diversity, and Inclusion	
Does this report present any equality related impacts / risks in relation to any of the following protected characteristics; age, disability, ethnicity/race, gender reassignment, marriage & civil partnership, pregnancy & maternity, religion & belief, sex or sexual orientation ?	
No	Comments (please explain which protected characteristics this impacts on and how).

Does this report provide any information to update any current strategic risks? If so, which?	
Contact the corporate affairs teams for the most current strategic risk register.	No

Does this report indicate any new strategic risks? If so, describe and indicate risk score:	
See current integrated governance strategy: CWP policies – policy code FR1	No
Potential risk of no External Auditors	

REPORT BRIEFING

Situation – a concise statement of the purpose of this report
The purpose of the paper is to update the Council of Governors on the current situation of the Trust's External Auditors and to recommend approval to extend the current contract arrangements.

Background – contextual and background information pertinent to the situation/ purpose of the report
During the meeting of the Council of Governors held on the 29 th November 2018, the Audit Committee recommended the appointment of Grant Thornton as external auditors for the Trust. The appointment was

approved by the Governors and agreed for a period of three years (until 31st March 2022), with the option to extend for a further two years, to be reviewed after three years.

The Audit Committee considered the above matter at their meeting on the 9th November 2021, and now recommend to the Council of Governors extending the current contract with Grant Thornton for a period of two years, in line with the original agreement above.

Assessment – analysis and considerations of the options and risks

NHS England recommends that each Foundation Trust should undertake a market testing exercise for the appointment of an auditor every five years. This requirement is identified within CWP Standing Financial Instructions. The last review was held three years ago and included the option to extend the arrangement for a further two years.

The Audit Committee recently reviewed the current state of the audit market. It was noted that there is currently a lack of auditors within the North West who are accepting NHS work. Availability of audit staff has also been adversely affected by the Audit Commission no longer offering training for students. Larger firms are more risk averse which reduces their appetite to take on more work and audit fees have seen a significant increase across the country, reflecting the additional requirements of NHS Audit.

Whilst there are green shoots of recovery, it is expected that the next 1 to 2 years will present significant challenges for the audit market. It is also anticipated that undertaking a tendering process at this time is likely to be unsuccessful, which has been the case for other Trust's recently, and no national emergency backstop position currently exists should Trust's fail to appoint.

Grant Thornton have undertaken the last two audits for Cheshire and Wirral Partnership NHS Foundation Trust (CWP) and working relationships between the Trust and Grant Thornton have developed during that time. On this basis, and considering the points above, the Audit Committee would like to recommend to the Council of Governors, that the current contract be extended for a period of two years. During this time, it is hoped that the work undertaken nationally will resolve some of the current issues.

Recommendation – what action/ recommendation is needed, what needs to happen and by when?

The Audit Committee would like to recommend to the Council of Governors the extension of the current contract with Grant Thornton for a period of two years, until 31st March 2024.

Who has approved this report for receipt at the above meeting?	Rebecca Burke-Sharples – Deputy Chair of Audit Committee
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Contributing authors:	Suzanne Christopher, Head of Corporate Affairs
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Distribution to other people/ groups/ meetings:		
Version	Name/ group/ meeting	Date issued

Appendices provided for reference and to give supporting/ contextual information:	
Appendix No.	Appendix title

NED ACTIVITY REPORT: SIX MONTHS TO JUNE 2021

1. Introduction

I attach herein my six-monthly update of activities of our Non-Executive Directors. COVID restrictions have continued to impact the ability to meet in person but rest-assured each NED has remained very active. As CWP moves towards further collaborative working in a more integrated system, some NEDs (as are our Executives) are increasingly engaged with other activities outside the more traditional CWP specific roles.

2. NED meetings (see Appendix 1).

These NEDs virtual meetings were set up in response to the challenges of COVID and have proven particularly effective. NEDs have been better able to keep up to date, to discuss issues in greater depth and to support each other during these challenging times. By inviting Executive Directors to join certain conversations, some Board outputs have been more co-produced than previously. Topics have included the Trust's response to COVID and the development of our Strategy, 'Imagining the Future'.

Other issues discussed included board a) development programme; b) Serious Incident Reviews; c) Equality, Diversity and Inclusion; and d) developments in the ICS and Health & Social Care White Paper.

3. Governance

CWP continue to hold virtually *monthly board meetings*, with 6 closed and 3 open boards in this period. In addition, there were *three seminars* covered issues such as Equality, Diversity and Inclusion and board development, which focussed on how as individuals each board member can effectively contribute and challenge.

NEDs attend the two substantive sub-committees. *Quality Committee* is chaired by Andrea Campbell and Rebecca, Farhad and Paul are also members. In addition, Andrea holds an agenda planning meeting before each one. The *Audit Committee* comprises of Rebecca, Andrea, and Liz, and is chaired by Edward Jenner.

The *Scrutiny Committee* is chaired by Governors and enables them to review in more detail issues raised at Council or in other forums and is regularly attended by Rebecca, Andrea and Edward.

The Board's *Remuneration and Nominations Committee* consists of all NEDs and met once.

The Trust's Charity trustees meet once during this period and consists of all board members.

Alongside other NEDs, I attend various Governor events, including Council meetings, meetings with staff governors, lead governors and the *Governors Remuneration and Nominations Committee*.

NEDs regularly chair *hospital managers hearings* under the Mental Health Act. Each hearing lasts approximately one hour but requires significant preparation as clinical and social circumstance reports must be read and understood prior to the hearing.

Finally, a NED is required to chair other ad-hoc meetings, such as *consultant interviews* or *employee disciplinary hearings*. Again, these necessitate significant preparation; as an example a disciplinary hearing typically requires one full day's reading of all relevant paperwork. Any process learnings are discussed with the appropriate Executive as was the case during the six-months.

4. Regional and National Activity

A number of regional and national meetings which came in force during the start of the pandemic have continued to be held. These include:

- a) Fortnightly briefings from the NHS England / Improvement's Regional Director Bill McCarthy on the national direction, such as regional trends in Covid cases, progress on immunisation, etc.
- b) Cheshire & Merseyside Integrated Care Partnership: I attend a monthly briefing and have regular one-to-one meetings with the Chair of this organisation. More recently I presented the mental health sector in weekly ICS briefings.
- c) Weekly NED meetings organised jointly by the Mental Health Network and the Good Governance Institute, which discussed current issues ranging from changes to governance required as a direct result of the pandemic to the impact on BAME staff.
- d) Joint Strategy meeting with Lancashire Care and board to board meeting with Wirral CCG.
- e) NHS Providers held a number of Webinar conferences which I attended.

Other meetings attended include:

- f) Monthly Place meetings in Cheshire East and fortnightly for Wirral.
- g) Frequent catch-ups with senior system leaders of Cheshire and Merseyside Health & Care Partnership, Health Wirral Partnership, Cheshire East Integrated Care Partnership, etc.
- h) Catch-up meetings with Chairs of other Trusts (e.g. Wirral Community Trust, Bridgewater Trust; Mersey Care NHS FT Trust).

Andrea deputises for me at any of the above and she also holds significant role within Cheshire West (see 6.3).

5. Recruitment of NEDs

The NEDs have supported the two recently recruited new NEDs, Farhad Ahmed and Liz Harrison. I have held monthly mentor meetings with Farhad to ensure his induction was on track and to assist in any practical way and Rebecca to provided support ahead of board meetings.

6. Additional Examples of Individual Activity

6.1 Mike Maier:

- a) Regular one to one catch-ups with each NED.
- b) Held briefings with local authority leaders.
- c) Chaired a serious incident review (Level 3 Investigation).

- d) Frequent catch-up meetings, especially with CEO (one hour, weekly); Associate Director of Communications, Engagement and Corporate Affairs (one hour, weekly) and Head of Corporate Affairs (at least weekly).
- e) Conducted annual appraisals for each NED and also the CEO.

6.2 Rebecca Burke-Sharpley:

- a) Senior Independent Director responsibilities, including:
 - a. During this period Rebecca has been leading and supporting the Governors in the recruitment process for a new Chair. This includes Chairing the Remuneration and Nomination Committee of the Council of Governors, engaging with recruitment consultants, long and shortlisting and acting as Independent Chair of the final selection process panel with a view to presenting the panel's recommendations for appointment at its forthcoming September meeting
 - b. Chair's appraisal. This is time-consuming and apart from interviews with the Chair himself, preparatory meetings with the Company Secretary, consultations with stakeholders from other trusts, interview with the NHS England's Regional Director and once this has all been finalised, present a summary to the Council of Governors.
- b) Senior Incident Reviews: Co-chaired these weekly meetings until May when she became the sole chair. This requires significant preparation, both reading and discussion with Medical Directors or other staff as appropriate.
- c) Chairing a Level 3 Root Cause Investigation, the process of which lasted several months.
- d) Freedom to Speak-Up Guardian.
- e) NED member of the Trust's Clinical Ethics Advisory Forum (this was formally constituted after the dissolution of the COVID related Ethics Forum at the end of 2020) which considers specific clinical cases bi-monthly
- f) NED Lead under the Mental Health Act. In addition to chairing 12 hearings, she has regular meetings with the Law Manager to review legislative updates, training requirements for all, and recruitment and appraisal of 'Hospital managers' who form the panels. She has also arranged and attended 2 annual training/reflection sessions for NEDs and the Hospital managers
- g) Member and Vice Chair of both Quality and Audit Committees.

The above activities also necessitate many one to one meetings with Executives at which topics have included Ethic Forum development; Strategy; Speak-Up and nursing issues as they arise.

6.3 Andrea Campbell:

- a) Chair of Quality Committee, which requires holding agenda planning meetings
- b) Deputy Chair, deputising for the Chair at local, regional and national meetings. Chairing one Board meeting in the Chair's absence and a joint Board meeting with Wirral joint

commissioners. Chaired one Council of Governors meeting, an annual requirement by CWP's Constitution.

- c) Audit Committee – member
- d) Numerous other meetings ranging from meeting with senior manager on Board support, chairing hearings under the Mental Health Act; chairing bi-monthly Autism Strategy Group meeting; attended the CANDID conference and a joint meeting with members of Lancashire Care Board on strategy. Meetings with Lead Governor, Chair & SID on structure of CoG committees and more effective working.
- e) In addition to the above, Andrea continued in the role of Chair of the Cheshire West Integrated Care Partnership. Whilst this is a separate role to her position as a CWP NED, it is mutually beneficial to both organisations as this forms part of working in more collaboratively and demonstrates how valued CWP is regarded and trusted among our partners. This position allows Andrea to be an Associate NED on the Countess of Chester Trust board. She attends numerous meeting with senior staff at the Countess and at local and regional levels. This all enables her to use her experience and insight to help guide both CWP and the Countess.

6.4 Edward Jenner

- a) Chair Audit Committee. Despite pandemic restrictions CWP completed a full internal audit year and with the help of the external auditors approved the annual report and accounts on time
- b) NED lead on Learning from Deaths programme, working with our Director of Nursing to improve our Learning from Deaths such that it is embedded in the way we care for others
- c) NED lead on Provider Collaboratives, a newly-required role as Provider Collaboratives continue to evolve. CWP is the lead provider in 2 of the Lead Provider Collaboratives, working hard to be ready for the 1st October "go live" which sees the new models of integrating specialist care into local care networks.

6.5 Liz Harrison:

- a) Following the period of induction, joined the Audit Committee as a full member.
- b) Contributed to the development of the Imagining the Future strategy and will facilitate engagement sessions commencing in July.
- c) Chaired Employee Appeal Hearing.
- d) Presented my recent activity involvement to June's Council of Governors meeting.

6.6 Farhad Ahmed:

- a) Lead Provider Collaboratives ('LPC') - connecting LPC Programme team with an ethnic minority voluntary sector organisation (Inspire, Motivate and Achieve) to ensure service was accessible to ethnic minorities across NW. Following several meetings, this has resulted in IMO joining the Experts by Experience panel.

- b) Wellbeing Guardian role:
 - a. meeting included NW Steering Group and NW Wellbeing Guardian meeting (both organised by NHSI/E) and many meetings with Director of People and OD and Head of Wellbeing as part of monthly meetings held to discuss the Wellbeing plan and share good practice.
 - b. Collaboration with Health & Safety Executive: facilitated a meeting between the Health and Safety Executive, CWP and Mid Cheshire Hospitals NHS FT & East Cheshire NHS Trust about piloting the new NHS Wellbeing Dashboard.
- c) EDI: ongoing discussions with EDs about how to advance race equality within CWP.
- d) Reimagining the Future/Staff engagement: contributed to strategy development and scheduled to attend several CWP cares events.

Mike Maier

Chair

SELECTION OF TOPICS DISCUSSED AT NED MEETINGS: JANUARY – JUNE 2021 *Appendix 1*

Date	Topic	Other Attendees
8 Jan	Board development workshop – Planning	David Harris
15 Jan	ICS development & NHS Long Term Plan	Sheena Cumiskey
22 Jan	Mental Health Act White Paper	
5 Feb	Mental Health Act White Paper Integrated Care Systems development Mass Vaccination Centre.	
19 Feb	Brief from Chair of Chester and Cheshire West IPC – Andrea Campbell Discussion on health and social care White Paper	
5 March	Review recent NED Activity & especially learning from incidents and near misses NED succession draft plan	
12 March	Mental Health / Community Services (MH/CS) Alliance COVID staff vaccination uptake	Sheena Cumiskey
19 March	Logistics of face to face meetings MH Act updates Development of the Scrutiny Committee EDI	
9 April	EDI – review of recent workshop MH Act Hearings - reflections on holding virtual hearings	
23 April	General update including developments in Place and System	
14 May	Review of Serious Incidents meetings Reflections of April’s seminar on board development	
11 June	NED succession and recruitment planning	
18 June	Serious Incident Review update	Gary Flockhart

STANDARDISED HIGHLIGHT/
EXCEPTION REPORT

REPORT DETAILS	
Subject matter of report:	TCG COVID-19 Update – December 2021
Report provided by:	Alice Byrne
Date of report:	13/12/2021

SUBJECT MATTER What is this report	Summarise the purpose of the report:
	To provide Council of Governors with a summary of the key activities of the CWP response in relation to the COVID-19 pandemic whilst ensuring leadership, expertise and guidance to support decisions and actions taken in accordance with the strategic, tactical and operational objectives meet the standards expected of the Trust's governance framework.

ESCALATION What do you need to escalate to the Committee?	Quality, clinical, care, other risks that require escalation:
	<p>The Council of Governors are asked to note the following:</p> <ul style="list-style-type: none"> National notification has been received in relation to a Covid-19 variant of concern, Omicron. Precautionary measures have been taken nationally such as the return of the legal requirement of face mask use within public settings such as shops and whilst on public transport. CWP guidance in relation to foreign travel and isolation requirements for those who are a close contact of a Covid-19 Positive (confirmed to have the Omicron variant) have been amended in alignment with national changes. This will be reviewed nationally in three weeks' time. Between November to December 2021, the Trust has managed two Covid-19 outbreaks CWP continues to monitor all absences relating to covid-19 The Covid-19 booster vaccination and flu programme for CWP staff continues with 7am-7pm clinics running at Churton House and roving clinics being held locally for both covid and flu across the footprint. The vaccination team continue to support with house bound patient clinics with both Cheshire West and East patients. The vaccination team are working to establish and operate two Covid-19 Vaccination hub sites within West and East Cheshire as public facing sites. As a part of the precautionary measures due to the variant, a recent government announcement confirming an immediate addition to the programme to include booster vaccinations for anyone 18 years and over and second dose vaccinations for 12-15 year olds to be administered nationally by the end of January 2022. The vaccination team have begun plans to scale up to meet requirements for boosters and second doses as requested nationally. Available data as of Monday 29th November 2021 indicates a staff first vaccination rate of 94.4%, a 2nd rate of 91.5% and current booster rate of 73.7%. The current figure for flu uptake is 46.2% however this figure does not fully capture those that may have had their booster or flu vaccination outside of CWP due to a delay with the national vaccination reporting system and work is being done to resolve this issue. SystemOne has been successfully rolled out trust wide. Floorwalkers were present daily for two weeks within inpatient units and CWP staff were trained to floor walk within the community teams to support with any immediate system queries. Both IT and the ePR team provided 24/7 support within that two-week timeframe. Emergency Planning coordinated and chaired situation report meetings to ensure a route for updates and escalations to IT, ePR team, on call managers and the Executive board. Due to the success of the project these meetings were stood down from Tuesday 30th November 2021. A cutover record system (COR) was employed during the Care Notes read only period of the ePR Programme prior to the SystemOne Go Live date (15.11.2021). Available data as of Wednesday 24th November 2021 shows approximately 44,600 records saved into the COR system. The COR system since that date has remained read only for users in readiness for migration. An external provider, Ideal, will be coordinating and completing the migration of the COR system records onto SystemOne as agreed at SEG. This migration is expected to take approximately 4 weeks and will commence once the appropriate CWP and system specific training can be provided to the external staff. This training is expected to be delivered week commencing 13th December.

- Following the announcement of the requirement for front line staff to be fully vaccinated by April 2022, TCG are exploring how we can further support those that remain hesitant, and ensure that they have a trusted point of contact to discuss and raise any questions. We await further national guidance on this, however a task and finish group will be established in the coming weeks and led by TCG's workforce cell lead to ensure readiness for the given deadline.

Other key matters to highlight:

- SEG approval given for the phased reopening of Willow ward with 4 patients from week commencing 21st November 2021. This decision was made due to the current demand for PICU.
- SEG approval given in *principle* to establish and operate two Covid-19 Vaccination hub sites within West and East Cheshire. Awaiting further confirmation from Cheshire East that the additional workforce will be provided.
- For noting that the decision made (01.09.2021) to close LD A&T beds to admissions remains in place with the services in business continuity.