



Minutes of the Council of Governors Meeting
Held on Friday 24 July 2015 at 1330 – Gaskell Room, Sycamore House, Lloyd Drive, Cheshire Oaks Business Park, Ellesmere Port CH65 9HQ

Present	<p>David Eva, Chair</p> <p>Richard Agar, Public Governor, Wirral</p> <p>Peter Wilkinson, Public Governor</p> <p>Robert Walker, Public Governor</p> <p>Rob Robertson, Public Governor, Cheshire West</p> <p>Mike Robinson, Public Governor, Cheshire West & Chester</p> <p>Phil Jarrold, Service User & Carer Governor</p> <p>Joan Roberts, Service User & Carer Governor</p> <p>Chris Lynch, Service User & Carer Governor</p> <p>Anna Usherwood, Service User & Carer Governor</p> <p>Richard Harland, Service User & Carer Governor</p> <p>Ferguson McQuarrie, Service User & Carer Governor</p> <p>Brian Crouch, Service User & Governor</p> <p>Helen Hall, Service User & Governor</p> <p>Janie Shaw, Staff Governor</p> <p>Kathy Bullen, Staff Governor</p> <p>Jill Doble, Staff Governor</p> <p>Carol Ganhan, Partnership Governor</p> <p>John Wray, Partnership Governor</p> <p>Ken Wilson, Partnership Governor</p> <p>Phil Gilchrist, Partnership Governor</p> <p>Pam Smith, Partnership Governor</p>
In attendance	<p>Rebecca Burke-Sharples, Non-Executive Director</p> <p>Fiona Clark, Non-Executive Director</p> <p>Sheena Cumiskey, Chief Executive</p> <p>Ron Howarth, Non-Executive Director</p> <p>Mike Maier, Non-Executive Director</p> <p>Jim O'Connor, Non-Executive Director</p> <p>Andy Styring, Director of Operations</p> <p>Louise Brereton, Head of Corporate Affairs</p> <p>Andy Harland, Deputy Director of Finance</p> <p>Dan Allmark, Head of Capital & Property Management</p> <p>Sue Suchoparek – KPMG (External Audit)</p> <p>Chris Tonge - Villacare</p> <p>Jodie DENrico, Communications and Engagement Manager</p> <p>Suzanne Christopher, Corporate Affairs Officer</p> <p>Pam Taylor, PA Board Support (minutes)</p>
Apologies	<p>Philip Mook, Staff Governor</p> <p>Christina Evans, Staff Governor</p> <p>Deborah Bennett, Service User & Carer Governor</p> <p>Maurice Lea O'Mahoney, Partnership Governor</p> <p>Iain Stewart, Partnership Governor</p> <p>Faouzi Alam, Medical Director, Effective Services</p> <p>Anushta Sivananthan, Medical Director, Quality, Compliance & Assurance</p> <p>Avril Devaney, Director of Nursing, Therapies & Patient Partnership</p> <p>David Harris, Director of People & Organisational Development</p> <p>Tim Welch, Director of Finance</p>

Ref	Minutes	Action
15/16/21	Welcome, apologies for absence and quoracy	

	David Eva welcomed everyone to the meeting and introductions were made. David also extended a warm welcome to the new governors who had not attended before. The meeting was deemed quorate.	
15/16/22	<p>Meeting Guidelines</p> <p>David Eva explained how the meeting would be facilitated.</p>	
15/16/23	<p>Declarations of Interest</p> <p>No declarations of interest were made</p>	
15/16/24	<p>Chair's Announcements – Council notices</p> <p>David Eva delivered the following announcements:</p> <ul style="list-style-type: none"> <p>• Governor welcomes and farewells The Council welcomes Robert Walker (public governor for East Cheshire) and Joan Roberts (service user & carer governor) Carol Gahan has also been nominated by Cheshire West and Chester Council as the partnership Governor. Service User/Carer Governor, Brenda Jones has resigned from the Council of Governors and we wish her well in the future. Staff Governor, Steven Buckley has left the Trust for a new position and has therefore stepped down from his staff governor role. Following the sad death of Brenda Dowding, we wish to pass on the Council's condolences and also thanks for Brenda's time and support to CWP during her 6 years as a governor.</p> <p>• National health awards rank CWP among the best NHS Trusts in the UK.</p> <p>The Trust has been named as one of the 100 best places to work in the NHS by trade publication Health Service Journal. CWP was also shortlisted in the Best Mental Health Trust to Work category at an awards ceremony at Birmingham's NIA.</p> <p>CWP Community Mental Health Nurse, Julie Sheen has been included in the HSJ's first ever top 50 Patient Leaders list and we congratulate. The award is designed to celebrate the full breadth of patients and citizens' role in healthcare.</p> <p>• CWP achieves Workplace Wellbeing Charter Mark CWP has been officially accredited with the Workplace Wellbeing Charter Mark. The Charter Mark, has been awarded by an independent charity Health@Work, it was received by the Trust following a recent inspection in which CWP was able to demonstrate its commitment to the health and wellbeing of its staff</p> <p>• Westminster Surgery expanding under new management CWP is now responsible for all services at Ellesmere Port's Westminster Surgery. The Trust recently won an NHS</p> 	

	<p>England tender, alongside Primary Care Cheshire, to manage services at the Church Parade practice. The surgery will offer GP services, provide access to community mental health services and deliver healthy living support including fitness, diet and nutrition, smoking cessation and substance misuse advice and support.</p> <ul style="list-style-type: none"> CWP’s Best Practice event and Annual Member’s Meeting The Best Practice Showcase Event and Annual Members’ Meeting (AMM) on 1st October 2015 at the Crowne Plaza Hotel, Chester. The events will take place consecutively. <p>The Trust’s Best Practice event is open to the public and the AMM is open to all Trust Members.</p>	
<p>15/16/25</p>	<p>Lead Governor’s Announcements</p> <p>Anna Usherwood delivered the following announcements:</p> <ul style="list-style-type: none"> Deputy Lead Governor opportunities As Brenda Jones has resigned Peter Wilkinson has notified of his intention to step down from the deputy lead governor post in the autumn, expressions of interest from governors are being sought for these roles. If you are interested in these roles, then please speak to either Anna, Louise or Suzanne. CQC Inspection Anna thanked all the Governors who participated in the CQC inspection focus group for governors on behalf of the Governors. Chair’s appraisal Ron Howarth will be undertaking the Chair’s appraisal shortly and as Anna feeds into this process on behalf of the Council any governors who wish to provide feedback, please do so via Anna or Ron. Update on Non-Executive Director and Chair recruitment processes The Nominations Committee met prior to the Council meeting to look at the long list of applicants for the Non-Executive Director position. 79 applications were received. The Nominations Committee considered a long list of candidates for Diane Charnock, search partner to undertake preliminary interviews with. The Nominations Committee will meet on the 4th September to shortlist the candidates and select up to 5 for interview on 21st September 2015. The Nominations Committee have also considered the timeline for the Chair’s appointment. A briefing for Governors on the appointment process will be held as part of the CoG meeting on 4th September. 	

15/16/26	<p>Chief Executive's Announcements</p> <p>Sheena Cumiskey delivered the following announcements:</p> <ul style="list-style-type: none"> • Update on Vanguard Model of Care Sheena gave a brief update on the Vanguard, explaining the West vanguard is a multi-speciality model and Wirral PACS model is working with the acute trust. Further detail will be provided to the Council as this work progresses further. • Service Changes in the Trust Sheena mentioned the refurbishment of Croft ward and informed the Council that the ward was due to re-open in August. 	
15/16/27	<p>Minutes of the Council of Governors Meeting 7th April 2015</p> <p>The minutes of the meeting held 7th April 2015 were accepted as a true and accurate record of the meeting subject to the following amendments:</p> <p>Page 5,</p> <ul style="list-style-type: none"> • Increased funding for mental health services, David Eva said that he would send further explanation to Louise Brereton. • Phil (Jarrod) asked if any clinical governance had been undertaken regarding other service providers. David answered that CCGs are responsible for undertaking clinical governance as part of their commissioning process • Rewording of the paragraph re. the IAPT indicator selection. <p>Page 6</p> <ul style="list-style-type: none"> • Richard Agar asked why there needed to be a 12-month restriction on Trust membership before members could stand as governors. It was agreed this would be covered as part of the later agenda item on the constitution. 	DE
15/16/28	<p>Matters Arising and Action Points</p> <p>All matters arising and action points were closed with confirmation from Ferguson McQuarrie that he had received a response to the governor question regarding gym provision for service users and he was satisfied with the response.</p>	
15/16/29	<p>Council of Governors Draft Annual Business Cycle 2015/16</p> <p>The annual business cycle was accepted.</p>	
Ref	Matters for discussion/approval	Action
15/16/30	<p>Annual Report, Accounts and Quality Account 2014/15</p> <p>Sue Suchoparek from KPMG (External Audit) and Andy Harland (Deputy Director of Finance) presented the Annual Audit 2014/15 to the meeting by explaining the scope and audit approach. There are three sections:</p> <ul style="list-style-type: none"> • Financial Statements Audit 	

	<ul style="list-style-type: none"> • Use of Resources • Quality Report <p>Sue then went on to explain the key issues arising as follows:</p> <p><i>Financial Statements Audit</i></p> <ul style="list-style-type: none"> • Unqualified opinion • No material adjusted or unadjusted audit differences • Annual Report consistent with financial statements and complies with Monitor’s Annual Reporting Manual • Long form audit report issued for the first time this year in compliance with 2014/15 NHS FT Audit Code • Three recommendations made: one medium risk (in relation to fixed assets and impairments) and two low risk. <p><i>Use of Resources</i></p> <ul style="list-style-type: none"> • Need to ensure there are proper arrangements in place to secure economy, efficiency and effectiveness in the Trust’s use of resources. • In accordance with Monitor’s Audit Code we reviewed the Annual Governance Statement, the work of regulators and any other we consider relevant. • No significant issues identified that impact on the Trust’s use of resources for 2014/15 <p><i>Quality Report</i></p> <ul style="list-style-type: none"> • Two objectives: Limited assurance report on the content of the Quality Report and consistency with other information sources Limited assurance report on two mandated performance indicators and limited testing on one additional local indicator. • Achieved a limited assurance opinion of the content of the Quality Report and mandated indicators. • A number of recommendations were raised in relation to local indicator. <p>Sue then went on to highlight additional support and services provided during the year beyond external audit and if any further information was required then to contact herself or Amanda Latham and stated that their contact details were in the report.</p> <p>The meeting then held a discussion around the outcome of the audit and several points were made and explained.</p> <p>The Council of Governors resolved to note the Annual Report, Accounts and Quality Account 2014/15.</p>	
<p>15/16/31</p>	<p>Feedback from CQC Inspection</p> <p>Sheena Cumiskey advised the meeting that the Care Quality Commission (CQC) undertook their scheduled trustwide inspection during the week of the 22nd June 2015.</p> <p>As part of their visit, the CQC undertook a wide range of announced inspections across each of the localities, held focus groups with staff members, patients, commissioners and</p>	

	<p>Governors and interviewed key staff. The inspection team was led by Bruce Calderwood, independent Chair and a Head of Inspection for Mental Health inspections and an Inspection Manager for physical health services. The inspection team visited a total of 20 wards and 30 community teams during the 4 days on site including both physical and mental health services. There have been a number of follow up visits undertaken on both an announced and unannounced basis following the completion of the initial week.</p> <p>Initial feedback from staff has been positive with people reporting that the inspectors made positive comments about the service and the care delivered.</p> <p>The inspectors provided some high level feedback to the Trust on the final day of the inspection. As expected there are some areas where we can improve further, however these are themes that the Trust are already aware of and actions are in place.</p> <p>The Trust expects to receive the first draft of the final report towards the end of August 2015 prior to publication and a Quality Summit will be held with key stakeholder following publication. Governors will be kept abreast of the process and outcomes over the following few weeks and a further update provided to the September COG meeting.</p> <p>The Council of Governors resolved to note the report.</p>	
<p>15/16/32</p>	<p>Update on the CAMHS development</p> <p>Daniel Allmark (Head of Capital & Property Management) and Chris Tonge (Villacare) gave the Council an update of the new CAMHS development that is now in progress on the Bowmere site. The project will bring together the facilities of Pinelodge and Maple Ward together with new CAMHS facilities into a purpose built building commonly known as the Boomerang. Building has now started and is due to be complete in summer 2016.</p> <p>The project is a 50/50 joint venture with Villicare and is funded by CWP and managed by Villicare.</p> <p>The design processes have been carried out with staff and service user involvement. The interior of the building has been subcontracted to a company in Cornwall who have held sessions with the young people to design areas with them in mind. Several workshops have taken place to get ideas.</p> <p>Governors commended the development and the involvement of the young people in the design process.</p> <p>The Council of Governors resolved to note the report.</p>	
<p>15/16/33</p>	<p>Annual Election update</p> <p>Suzanne Christopher updated the Council on the elections for summer 2015.</p> <p>There are 8 seats available in this election. These are:</p> <ul style="list-style-type: none"> • 2 seats available in the public constituency- one in Wirral and one out of area. 	

	<ul style="list-style-type: none"> • 3 seats in the Service Use/Carer constituency • 3 staff seats - one in therapies, one in nursing and one in medical. <p>The nominations period has just closed. This will mean that there will be one contested election in the service user/ carer constituency. One nomination has been received for the Wirral, nursing and medical seats therefore these nominees will be duly elected.</p> <p>Governors noted that following this election process, the Council will have a services user/ carer constituency with no vacant seats. This will be the first time in some years that this has been the case.</p> <p>The Council of Governors resolved to note the report.</p>	
<p>15/16/34</p>	<p>Proposed amendments to the Constitution</p> <p>Rob Robertson explained that following Council request, the Membership and Development subcommittee had considered a number of options on amendments to the Constitution. These were:</p> <ul style="list-style-type: none"> • The inclusion of the new Model Election Rules to enable electronic voting • The number of Public Members Seats • The number of Service User/Carer Seats • The continued inclusion of an out of area seat within the public constituency • The constituencies included within the Constitution • The qualifying period for members who wish to become Governors • Representation of young members <p>The Council discussed the options. With regard to the Model Elections rules, it was agreed that the new rules should be adopted to enable electronic voting.</p> <p>With regard to the proposed reduction in service user/ carer seats (and subsequent increase in public governor seats), given the recent increased number of nominations for these governor seats in the current election process, it was suggested that demand for these seats may now be increasing and it may be inappropriate to reduce the number of seats. Upon further discussion it was agreed that any changes to the service user and public constituencies need to be considered further and there is potential to do this as part of the involvement open space event in November 2015.</p> <p>With regard to the qualifying period for members to become governors, Rob Robertson advised that the Membership group have proposed reducing this to a three month qualification period, reduced from the current 12 months. A discussion ensued and governors queried whether any qualification period at all was appropriate. Governors were advised that the qualifying period had been added to the constitution some years ago to ensure that members wishing to become governors had appropriate experience of the Trust prior to nominating themselves.</p>	

	<p>Governors were asked to indicate their support to the options of having a three month qualification period or the option of removing the qualification period entirely.</p> <p>Following a show of hands, the Council of Governors approved that the 12 month qualification period for members be removed from the constitution thereby allowing new members to become governors.</p> <p>A further discussion ensued regarding the continuing work to involve young people in the work of the Council and the Council endorsed their support to progressing this work further via the Membership and Development subcommittee.</p> <p>The Council of Governors resolved to approve the following changes to the constitution:</p> <ul style="list-style-type: none"> • Adoption of the new model election rules • Removal of the 12 month qualification period for members to become governors <p>It was noted that these approvals will be reported to the Board of Directors at the July 2015 meeting for approval and the Annual Members Meeting in October 2015.</p>	
<p>15/16/35</p>	<p>Appraisal of Council of Governors subcommittees</p> <p>Louise Brereton reported that as demonstrated in the briefings, the sub-committees are making good progress against their terms of reference. The Membership and Development subcommittee is helping to improve the Council's engagement with members and the general public and this support a more effect Council and ensuring better fulfilment of Governor duties.</p> <p>The Scrutiny sub-committee have developed good relationships with the NEDs and are playing a key role in the Council discharging its duties to hold the NEDs to account for the performance of the Board.</p> <p>Both sub-committee have reviewed their terms of reference and are proposing that they are amended to state a minimum membership of 8 governors including the Chair. Governors are asked to commit to 12 months membership after which their continued appointment to the sub-committee will be reviewed. Governors will also be able to members of both sub-committees if they wish.</p> <p>The Council of Governors resolved to note the report.</p>	
<p>Ref</p>	<p>Matters for Noting</p>	
<p>15/16/36</p>	<p>Council of Governors Sub-Committee/Group Minutes/Notes</p> <p>The Council of Governors reviewed, noted and approved the following Sub-committee/Group minutes/notes:</p> <ul style="list-style-type: none"> • Membership and Development sub-committee minutes of meeting held 3rd June 2015 and terms of reference. 	

	<ul style="list-style-type: none"> • Scrutiny sub-committee (draft) minutes of meeting held 10th June 2015 and terms of reference • Involvement Taskforce minutes of the meeting held 8th April 2015 and Involvement and Recovery future work. • Nominations Committee minutes of meeting held 15th May 2015 and approval of terms of reference. 	
15/16/37	<p>Governor Question Time</p> <p>Kathy Bullen raised the following question:</p> <p><i>Can the decision-making process be explained for the implementation of shared printers?</i></p> <p>This scheme went through the NDCC Programme Board the scheme was reviewed and the savings to be made by implementing this proposal are in the region of £237k over five years. All schemes complete a quality impact assessment and review the risks of implementing the scheme. This scheme had a low risk rating and a signification saving. It has been implemented successfully in other trusts. It was also noted at Operational Board and we did discuss the concerns raised.</p> <p><i>Staff are raising concerns about loss of efficiency?</i></p> <p>This particular concern has been raised by the CWP Est Clinical Director and assurances were provided that review of where to locate MDF devices to ensure that were there is a requirement for a desktop printer this is justified. The speed of the MDF and the quality of printing is improved than that of a desktop printer. The implementation of MDF devices across the trust also provides staff with the ability to scan documents and the devices send them to the person via their email account.</p> <p><i>Confidentiality?</i></p> <p>With MDF devices all users receive a PIN number to access their printing when they go to the device, this is in fact more secure than desktop printers/scanners as no printing/scanning is left hanging around on desks, also when they go to the MDF they can delete any printing that they have sent accidentally.</p> <p>Governors were advised that John Loughlin is leading on the scheme should any further information be required.</p>	
15/16/38	<p>Motions or Agenda Items on Notice</p> <p>There were no motions or agenda items on notice.</p>	
15/16/39	<p>Review of Risk Impact on Items Discussed</p> <p>Risk impacts were identified throughout the meeting.</p>	
15/16/40	<p>Feedback from Meeting – Review of the Effectiveness of the Meeting</p> <p>David Eva said and everyone agreed that the meeting was very effective, particularly the discussions regarding the constitution changes.</p>	

15/16/41	Date, time and place of next meeting David Eva closed the meeting, thanking members for their attendance and confirmed that the date, time and place of the next meeting was given as Friday 4th September 2015 10.00 am at Sycamore House, Ellesmere Port	
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