

## Minutes of Council of Governors Meeting

At 1:00pm on Monday 15<sup>th</sup> July 2019

At Sycamore House, Ellesmere Port



<b>Present</b>	<p>Mike Maier, Chairman (Chair)  Sheena Cumiskey, Chief Executive  Brian Crouch, Service User Carer Governor (<b>Lead Governor</b>)  Anne Farrell, Public Governor  David Bull, Service User Carer Governor  Gordon Cairns, Service User Carer Governor  Graham Pollard, Partnership Governor  Keith Millar, Service User Carer Governor  Nigel Richardson, Public Governor  Phil Billington, Service User Carer Governor  Phil Gilchrist, Partnership Governor  Phil Jarrold, Service User Carer Governor  Philip Mook, Staff Governor  Richard Agar, Public Governor  Sean Boyle, Partnership Governor  Deepak Agnihotri, Staff Governor  Jill Doble, Staff Governor  Pam Smith, Appointed Governor  Rob Walker, Public Governor  Ken Edwards, Staff Governor</p>
<b>In attendance</b>	<p>Suzanne Edwards, Acting Director of Operations  Louise Brereton, Head of Corporate Affairs  Rebecca Burke-Sharple, Non-Executive Director  Andrea Campbell, Non-Executive Director  Melysa Border, Corporate Governance Administrator (minute taker)  Anushta Sivananthan, Joint Medical Director  Mike Lloyd, Senior Finance Controller (for item 39)  Rob Jones, KPMG (item 39 )  Alison Lee, Chief Executive of ICP (item 33 )  Lucy Crumplin, Non-Executive Director</p> <p>Phil Hough, Member of the Public  Simon Hough, Member of the Public</p>
<b>Apologies</b>	<p>Avril Devaney, Director of Nursing Therapies &amp; Patient Partnership  Edward Jenner, Non-Executive Director  Arlo King, Service User Carer Governor  Dr James O'Connor, Non-Executive Director  Carol Gahan, Partnership Governor  Ferguson McQuarrie, Service User Carer Governor  Helen Nellist, Public Governor  Liz Wardlaw, Partnership Governor  Peter Ashley-Mudie, Service User Carer Governor  Elizabeth Bott, Public Governor  Faouzi Alam, Joint Medical Director  Iain Steward, Partnership Governor  Jackie McGhee, Service User Carer Governor  David Harris, Director of People and OD  Derek Bosomworth, Public Governor</p>

Ref	Title of item	Action
<b>Meeting governance</b>		
19/20/24	<p><b>Welcome, apologies and quoracy</b> The Chair welcomed all to the meeting and advised that the meeting was quorate. Apologies were <b>noted</b> as above.</p>	
19/20/25	<p><b>Declarations of interest</b> <b>None</b> was declared.</p>	
19/20/26	<p><b>Meeting Guidelines</b> The meeting guidelines were <b>noted</b>.</p>	
19/20/27	<p><b>Minutes of the previous meeting</b> The minutes of the meeting held on the <b>18<sup>th</sup> April 2019</b> were reviewed and <b>agreed</b> as an accurate record.</p>	
19/20/28	<p><b>Matters arising &amp; action points</b> The action points were reviewed. Action 18/19/48 remains open.</p>	
19/20/29	<p><b>Business Cycle: 19/20 Business cycle</b> The business cycle for 2019/20 was <b>noted</b>.</p>	
<b>Trust Updates</b>		
19/20/30	<p><b>Chairs Announcements</b></p> <p>The Chairman announced the following:</p> <p><b>Changes to ECT services</b> As of Monday 5 August all Electro-convulsive Therapy (ECT) services will be provided at Bowmere Hospital site in Cheshire.</p> <p><b>Parliamentary Awards 2019</b> Wednesday 10 July was the regional NHS Parliamentary Awards; Congratulations were extended to cwp north west regional winners: director of operations, Andy Styring, Next Step Cards and clinical support worker, Stephanie John.</p> <p><b>Outstanding celebration at CWP Recognition Awards</b> Recognition Awards was recently held at Ellesmere Civic Hall. The evening was a great opportunity to reflect on some of the achievements from the past year.</p> <p><b>Chair and Chief Executive of the NMC visit CWP</b> CWP recently welcomed Philip Graf, Chair of the NMC, and Andrea Sutcliffe, Chief Executive and Registrar of the NMC, to listen to our nurse's talk about their experiences in delivering care, in a variety of nursing roles in a range of settings. We also heard from those who receive care and our partners to drive high standards.</p> <p><b>A celebration of PRIDE</b> Pride celebration event took place recently at Delamere Resource Centre. The day was a wonderful example of the trust's commitment to equality, diversity and inclusivity The Chester event will take place at Redesmere on Friday 26 July at 12pm.</p>	

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	<p><b>BAME Staff Network Meeting</b> Philip Makin is leading on a BAME staff network meeting which is being held on Friday 19 July 2019 at 10:30 am - Sycamore House, Ellesmere Port.</p> <p><b>Save the Date: Person-Centred event and farewell to Avril Devaney</b> Avril Devaney will be retiring after 17 years as our Director of Nursing, Therapies and Patient Partnerships. Avril will be saying farewell at our person-centred event on 6 September, which will be held at Sycamore House.</p> <p><b>Non-Executive Director - Farewell</b> As you are aware Lucy Crumplin will soon complete her second term as Non-Executive Director. Thanks and appreciation were extended to Lucy for all the hard work and contributions over the past 6 years.</p>	
19/20/31	<p><b>Chief Executive Announcements</b></p> <p>S Cumiskey updated on the following:</p> <p>Further to the Chairman's update regarding A Devaney, G Flockhart has been appointed to the role of Director of Nursing, Therapies and Patient Partnerships and will formally start at the beginning of August. Avril will leave the Trust on 7<sup>th</sup> September 2019.</p> <p>A Styring is currently on long term sick leave, S Edwards is acting Deputy Director of Operations until A Styring returns.</p>	
	<p><b>Reports from Council of Governors Sub-committees and feedback on governor activity</b></p>	
19/20/32	<p><b>Lead Governor Update</b></p> <p>B Crouch, Lead Governor provided an updated on the following:</p> <p>Attendance to the Governor Forums has been poor. A plea was extended to all governors to attend the forums as they are an excellent opportunity to meet with Care group leads and find out / ask questions about the services. The dates for the governor forums were shared with the Council and can also be found on the governor website.</p> <p>It was suggested that members of the Council are contacted via email prior to the Forum date and agenda items requested. L Brereton Head of Corporate Affairs agreed this.</p> <p><b>Action: The Council are contacted via email prior to the Forum date and agenda items requested.</b></p> <p>B Crouch requested that D Bull, Membership Sub Committee Chair would like a slot on the agenda at the next Council of Governors meeting to talk about CWP Membership. The Council agreed.</p> <p>B Crouch notified the council the Governor Elections have started and nominations will close on 19<sup>th</sup> July, a plea to governors wishing to restand to complete the nomination forms before the 19<sup>th</sup>.</p>	<p><b>Corporate Affairs Team</b></p>
19/20/33	<p><b>Governor Chosen Topic: Development of Integrated Care Partnerships (ICP) – Presentation.</b></p> <p>S Cumiskey introduced Alison Lee who provided a presentation to</p>	

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	<p>the Council on Integrated Care Partnerships, with a focus on West Cheshire. The presentation provided an overview of what ICP is and why it is important to the population.</p> <p>A Lee explained to the Council that the West Cheshire Integrated Care Programme (ICP) is made up of 6 partners who all aim to bring together the different organisations and services to provide co-ordinated care, to ensure patients and carer experiences are as joined up as possible and to enable teams to work together effectively and efficiently with the same shared goals. The demand for services is increasing and without change there will not be enough money to maintain quality and standards of health and care. The vision is that people will live long healthy lives at home, people will be at the centre of all decisions and receive support to the highest standards of quality and safety,</p> <p>A Lee advised the three priorities currently being focused on are, what people need, what people want and what people get, explaining that the programmes are clinically sponsored and have senior leads and involve representatives from all partner organisations and other stakeholders.</p> <p>The Council of Governors held a discussion around ICP and how they felt it would be integrated in to the community benefiting the population within Cheshire West.</p> <p>The Council thanked A Lee and <b>noted</b> the presentation.</p>	
19/20/34	<p><b>Membership and Development Sub-Committee –25 June 2019</b></p> <p>D Bull, Chair of the Membership &amp; Development Committee provided a summary of the last meeting:</p> <ul style="list-style-type: none"> <li>• There are a number of vacancies in membership for the subcommittee; governors were invited to express an interest to join the committee.</li> <li>• Governors were reminded to use the governor website to feedback information and use as a source of engagement.</li> <li>• The subcommittee felt that attendance of a non-executive director would be helpful and this is being looked in to as an action from the subcommittee.</li> </ul> <p>The Council of Governors <b>noted</b> the minutes.</p>	
19/20/35	<p><b>Scrutiny Sub-Committee – 12 June 2019</b></p> <p>B Crouch, Chair of Scrutiny Sub Committee provided a summary of the last meeting:</p> <ul style="list-style-type: none"> <li>• K Baxter and K Evans provided the subcommittee with a presentation on the QI Strategy</li> <li>• A Jones provided the subcommittee with a presentation on Incidents and regulation 28.</li> <li>• The Subcommittee were informed that the Infection, Prevention and Control Sub Committee has escalated to the Quality Committee that the uptake of influenza vaccines for 2018/19 was 15% short of the 75% target and planning has</li> </ul>	

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	<p>commenced for 2019/20.</p> <p>R Burke-Sharples gave assurance that in 2018/19 the trust did a lot to encourage staff to take up the flu vaccine, including pop up clinics, and making it more readily available for staff to have vaccines.</p> <p>The Council held a discussion as to why the target was 15% short and how the Trust can encourage staff further, particularly the staff governors</p> <p>The Council of Governors <b>noted</b> the minutes.</p>	
19/20/36	<p><b>Remuneration and Nominations Committee Meeting Minutes – 30 April 2019</b></p> <p>L Brereton asked the council to note the minutes of the last Remuneration and Nominations committee and advised as mentioned at the previous meeting, there were a number of vacancies within the membership for the committee. It was asked for the council to formally agree two new members on the committee who are A Farrell and H Nellist, the council agreed.</p> <p>The Council of Governors <b>noted</b> the minutes and approved the membership of the Committee.</p>	
19/20/37	<p><b>Governor Shared Learning</b></p> <p>D Bull, briefed the council on the recent NHS providers Membership and Engagement course he attended in Leeds. He advised there were 20 governors from other trusts in attendance, the quality of the course was excellent and felt it was worth attending. Presentation slides will be published on the governor website.</p> <p>K Millar, provided an overview of a recent North West Governor Forum he attended in Manchester. He advised it was well represented by other governors and the course content was excellent. Presentation slides will be published on the governor website.</p> <p>Governors were advised that further information on these courses could be sought directly from D Bull or K Millar.</p>	
<b>Items for Discussion and Approval</b>		
19/20/38	<p><b>NED Appointments</b></p> <p>R Burke-Sharples, Senior Independent Director introduced the item and reminded the council that the nomination and remuneration committee met in April and May 2019 to consider the position and the appointment process. Gatenby Sanderson were appointed as search advisor to the process.</p> <p>Six candidates were shortlisted and attended interviews on 7 June 2019. The interview process consisted of candidates individually participating in a stakeholder group discussion session on the Trust's values. Stakeholders on the group included governors, involvement representatives, staff and Board representatives and offered the opportunity for the process to test the candidate's appreciation and alignment to the Trust values. Following the stakeholder discussion groups, candidates each attended a formal interview panel involving Governors from the Nominations and</p>	

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	<p>Remuneration Committee, the Chairman and an Independent Chair from another Trust. The interviews were observed by the Chief Executive and the search advisor.</p> <p>Following this, the successful candidates agreed by the Nomination and Remuneration Committee to be recommended to the Council of Governors for approval were Paul Bowen and Anne Boyd.</p> <p>Subject to the approval of the Council of Governors both would be appointed for a three year term to commence formally in August / September 2019.</p> <p>The full Council of Governors <b>agreed</b> Paul Bowen and Anne Boyd as Non-Executive Directors to the CWP Board of Directors, each for a three year term of office.</p> <p>Aside from the recruitment the council were advised a third candidate Helen Betts would be joining the Insight Programme hosted by gatenby sanderson whereby Helen will be part of a mentored development role for 6-12 months which will help bridge the gap within her career and help her to apply for future Non-Executive Director positions. The Council were in agreement with this also. Governors were also advised that the Trust wishes to explore the possibility of appointing associate Non-Executive Directors as a further means of attracting a broader range of people to the Board to increase diversity and ensure that it fully represents the communities served.</p>	
19/20/39	<p><b>Annual Report and Accounts and Quality Accounts 2018/19</b></p> <p>L Brereton advised the council that in line with the Trust constitution, the Annual Report, Accounts and the report of the Auditor must be submitted to the Council of Governors. This report outlines the approval process for the document and highlights some of the main points.</p> <p>The Trust's external auditor (KPMG LLP) issued the following opinions to the Trust following the 2018/19 external audit:</p> <ul style="list-style-type: none"> <li>• For the Financial statements and Use of Resources audit, clean, unqualified opinions have been issued.</li> <li>• For the Quality Account, clean opinions have been issued for the audit of content and indicators.</li> </ul> <p>An infographic summary of the Annual Report, Accounts and Quality Account 2018/19 is currently in development and will be available at the Annual Members Meeting on 3rd October 2019</p> <p>A presentation was given from Rob Jones from external auditors KPMG. R Jones advised areas for consideration 2018/19 were financial statements, use of resources and quality report.</p> <p>KPMG found a clean opinion was issued regarding the financial statement audit. Whereas the value for money element of the audit was found to be unqualified VFM opinion issued. This has three key risks identified at planning:</p> <ul style="list-style-type: none"> <li>• Financial resilience: contracts, CIP, recovery</li> <li>• CQC compliance</li> </ul>	



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	<ul style="list-style-type: none"> <li>Care group governance</li> </ul> <p>The Quality Report achieved limited assurance opinion on content and compliance. Clean opinion achieved on one mandated indicator, adverse opinion on the other mandated indicator, no opinion required on local indicator. However it was concluded that KMPG would not be able to provide an opinion on this in future years without improvements to data quality controls.</p> <p>R Jones advised whilst they will not be the auditors for 2019/20, they will have a smooth hand over with new auditors Grant Thornton.</p> <p>The Council <b>noted</b> the Annual Report, Accounts and Quality Report and thanked R Jones for the presentation.</p>	
19/20/40	<p><b>East Cheshire Redesign</b></p> <p>S Edwards provided the Council of Governors with a reminder of the key elements of the East redesign and gave the following update</p> <ul style="list-style-type: none"> <li>Electro-convulsive therapy (ECT) capacity and demand modelling has been undertaken to determine the number of sessions required and to informed the new staffing model for the centralised service.</li> <li>The rehabilitation service previously provided at Lime Walk House in Macclesfield has now been relocated to Bowmere Hospital.</li> <li>A MOC process for staff to deliver the enhanced 24/7 Home Treatment Team has also been confirmed, including pharmacy and consultant support. Transition planning has been completed at a high level; with individual staff level transitions now being developed.</li> <li>CMHT- The staffing structure has been confirmed for the enhanced teams. Detailed plans for efficiency analysis, estates development, clinical/administrative systems review, education, training and cultural development are in progress to underpin the transformation of the service.</li> </ul> <p>The Council of Governors <b>noted</b> the report.</p>	
19/20/41	<p><b>Annual Election planning</b></p> <p>L Brereton provided an update to the Council of Governors on the current election process for 2019. This year's election is an important election as it could possibly see the largest change to the Service User / Carer and Staff governor constituencies for some years.</p> <p>The following seats form part of the 2019 election process:-</p> <ul style="list-style-type: none"> <li>- x7 Service User/Carer Seats</li> <li>- x6 Staff Governor Seats</li> </ul> <p>Nominations opened on Friday 21<sup>st</sup> June and will run until Friday 19<sup>th</sup> July 2019. All current Governors whose tenure is due to end this year have been individually contacted and sent the necessary information to request nomination forms. The Membership and</p>	

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	<p>Development Sub Committee have been kept informed of progress and asked to support the campaign raising awareness at external forums. The council was asked to promote the elections as much as possible.</p> <p>The Council of Governors <b>noted</b> the report.</p>	
19/20/42	<p><b>Governor Register of Interest</b></p> <p>L Brereton provided an update to the Council of Governors around Register of Interests.</p> <p>Governors were informed that the Trust is required to manage conflicts of interests appropriately and on an annual basis to ensure that our Register of Interests is accurate and up to date.</p> <p>The Council of Governors <b>noted</b> the register.</p>	
19/20/43	<p><b>Governors Question Time</b></p> <p><b>Question 1. (Ken Edwards)</b>  In February 2019 saw the publication of the Health Education England NHS Staff and Learners Mental Wellbeing Commission report which aims 'to create a modern working culture where all staff feel supported and respected for the valuable work they do'.</p> <p>The Commission Chair Sir Keith Pearson states that the Plan is to build an NHS where 'the values we seek to achieve for our patients - kindness, compassion, and professionalism - are the same values we demonstrate towards one another.' The Commission findings are centred upon 12 key themes how are these key themes going to be effectively and meaningfully implemented, monitored and reported by CWP?</p> <p><b>Answer</b>  This has been discussed at the Workforce Wellbeing Group in May 2019. These papers were also referenced within a report presented to Board soon after its publication; and the recommendation agreed was to fully review this document and action, as appropriate. The Core Standards in the Thriving at Work review have been used to form an action plan for our Commissioners as part of a Service Development Improvement Plan.</p> <p>One of the actions in this is for the recommendations in the HEE document to be reviewed by the Heads of OD, Education and Workforce Wellbeing, as the recommendations fall into 3 categories: Culture, Development and Wellbeing. In addition to this, they are in the process of being captured in the review of the People and OD Strategy; a review that has involved input from the Board, Care Groups, Clinical Support Services, all services within POD and Staff side colleagues. Given that the themes will be implemented across the Trust via this strategy, the monitoring and reporting governance will be via the Workforce Wellbeing Group through to POD Sub-committee, Operational Committee and then to Board.</p> <p><b>Question 2. (Rob Walker)</b>  How much does Social Media twittering interfere with face-to-face interaction with people who use services? How do you quantify its effectiveness in terms of patient outcomes? And How does your communication team report untoward incidents to the public?</p>	



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	<p><b><u>Answer</u></b>  Social media is used at CWP as part of a much wider communications and engagement strategy. Social media is used by 95% of 16-34 year olds - and 60% of adults as a whole. So having a positive social media presence that shares information about how to access CWP services, raises awareness of what it's like to work at cwp to aid recruitment, celebrates staff achievements and shares good practice with other NHS and wider public sector colleagues are all important areas.</p> <p>In terms of measuring outcomes, social media can support a positive patient experience if it aids people's awareness of services. However this is not the primary way CWP aims to reach out to service users and the wider public. We do this both within services and the community, as well as via the work of the PACE team; with our PALS service, volunteers and the contribution of people with lived experience. A lot of this activity is face to face and includes sharing both positive and negative experiences of services, as part of our efforts to understand how we can continually improve and do things differently and better. Issues relating to the care of individual service users (untoward incidents etc.) are quite rightly resolved with the individual and their family directly, rather than via public media platforms.</p> <p>We share our over-arching quality improvement plans via our Quality Account at public forums, including the local authority health scrutiny committees. This covers a range of information including learning identified both at local and national level.</p>	
	<b>Closing Business</b>	
19/20/44	<b>Any other business</b> None	
19/20/45	<b>Review risk impact of items discussed</b> None	
19/20/46	<b>Evaluation of meeting effectiveness</b> Effective	
<b>CLOSE</b>		
<b>Date, time and venue of the next meeting:</b>		
<b>Thursday 12<sup>th</sup> September 2019 - Sycamore house, 1pm</b>		