

OPEN Council of Governors Meeting

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| Schedule | Thursday 10 November 2022, 5:30 PM — 7:30 PM GMT |
| Venue | The Athenaeum, 1 Angel Hill, Town Centre, Bury St. Edmunds IP33 1LU |
| Notes for Participants | Governor photos will be taken prior to the meeting , so please aim to be on time |
| Organiser | Ruth Berry |

Agenda

COUNCIL OF GOVERNORS MEETING

Thursday 10 November 2022 at 5.30pm at The Athenaeum, 1 Angel Hill, Town Centre,
Bury St. Edmunds IP33 1LU

AGENDA

1. Public meeting- Welcome & introductions
To welcome governors and attendees to the meeting and request mobile phones be
switched to silent
To note the resignation of Margo Elsworth (Staff Governor)
To note the appointment of Louisa Honeybun as Staff Governor and Gordon McKay
and Michael Durham as Public Governors
For Reference - Presented by Jude Chin
 2. Apologies for absence
To receive any apologies for the meeting.
Apologies received from:

Governors: Martin Wood and Thomas Pulliwood
NEDs: Alan Rose and Richard Davies
To Note - Presented by Jude Chin
 3. Clinical Presentation – Strokes services (to be presented by Dr Abul Azim)
To receive a presentation on stroke services
For Reference - Presented by Nicola Cottingham
-

4. Declaration of interests for items on the agenda
To receive any declarations of interest for items on the agenda
For Reference - Presented by Jude Chin

5. Minutes of the previous meeting (enclosed)
To note the minutes of the meeting held on 18 May 2022
For Approval - Presented by Jude Chin

6. Matters arising action sheet (enclosed)
To note updates on actions not covered elsewhere on the agenda
For Reference - Presented by Jude Chin

7. Chair's report (to follow)
To receive an update from the Chair
For Reference - Presented by Jude Chin

8. Chief executive's report (enclosed)
To note a report on operational and strategic matters
For Reference - Presented by Craig Black

9. Board Development (verbal)
To receive a verbal update from the NEDs
To Note

10. Annual Review of external Audit performance (enclosed)
To review the external audit performance papers presented by Finance
To Review - Presented by Alan Rose

11. Nomination Committee report (enclosed)
To note a report from the Nominations Committee meeting 1 November 2022
To Note - Presented by Jude Chin

12. Council of Governors committees (enclosed)
To receive a summary table of each governor committee
To Note - Presented by Pooja Sharma

13. Appointment of Lead Governor

To receive the results of the election
To inform - Presented by Richard Jones

14. Engagement Committee report (enclosed)
To receive a report from the Engagement Committee meetings on 11 July & 11 October 2022
For Approval - Presented by Ben Lord
-

15. Standards Committee report (enclosed)
To receive a report from the Standards Committee
To Approve - Presented by Jude Chin
-

16. Lead Governor report (enclosed)
To receive a report from the Lead Governor
To Note - Presented by Liz Steele
-

17. Staff Governor report (enclosed)
To receive a report from the Staff Governors meetings on 10 July & 18 October 2022
To Note - Presented by Martin Wood
-

18. Council of Governors forward plan (enclosed)
To review progress and consider next steps
To Review - Presented by Richard Jones
-

19. Summary report for Board of Directors meetings (enclosed)
To receive a report from the Chair, Chief Executive and Non-Executive Directors
To Note - Presented by Jude Chin and Craig Black
-

20. Annual Report & Accounts (website link)
To receive the Annual Report & Accounts for 2021/22
To Note - Presented by Richard Jones
-

21. Dates for meetings for end of 2022, beginning of 2023:
To note dates for meetings in 2023
Tuesday 7 February, Council of Governors meeting

Other meetings/events

Monday 5 December '22 - Governor Work Programme, session via MS Teams

Tuesday 17 January '23 - Governor Work Programme, Future System follow up, via MS Teams

Monday 23 January - Informal Governor meeting, location to be confirmed

For Reference - Presented by Jude Chin

22. Reflections on meeting

To consider whether the right balance has been achieved in terms of information received and questions for assurance and the Trust's values and behaviours observed

For Discussion - Presented by Jude Chin

COUNCIL OF GOVERNORS MEETING
Thursday 10 November 2022 at 5.30pm
at The Athenaeum, 1 Angel Hill, Town
Centre, Bury St. Edmunds IP33 1LU


AGENDA

Council of Governors Meeting

There will be a meeting of the **COUNCIL OF GOVERNORS** of West Suffolk NHS Foundation Trust on **Thursday 10 November 2022 at 17.30 at The Athenaeum, 1 Angel Hill, BSE, IP33 1LU**

Jude Chin, Chair

Agenda

| General duties/Statutory role | |
|--|--|
|  | <p>(a) To hold the Non-Executive Directors individually and collectively to account for the performance of the Board of Directors.</p> <p>(b) To represent the interests of the members of the corporation as a whole and the interests of the public.</p> <p>The Council's focus in holding the Board to account is on strategy, control, accountability and culture.</p> |

| 17.30 GENERAL BUSINESS | | |
|---|---|--------------|
| 1. | <p>Welcome and introductions To <u>welcome</u> governors and attendees to the meeting and <u>request</u> mobile phones be switched to silent</p> <p>To <u>note</u> the resignation of Margo Elsworth (Staff Governor) – <i>held over from cancelled September meeting</i></p> <p>To <u>note</u> the appointment of Louisa Honeybun as Staff Governor and Gordon McKay and Michael Durham as Public Governors – <i>held over from cancelled September meeting</i></p> | Jude Chin |
| 2. | <p>Apologies for absence To <u>receive</u> any apologies for the meeting</p> | Jude Chin |
| 3. | <p>Clinical presentation: Stroke Services at WSH To <u>receive</u> a presentation regarding stroke services from Lead Consultant</p> | Dr Abul Azim |
| 4. | <p>Declaration of interests To <u>receive</u> any declarations of interest for items on the agenda</p> | Jude Chin |
| 5. | <p>Minutes of the previous meeting (enclosed) To <u>note</u> the minutes of the meeting held on 18 May 2022</p> | Jude Chin |
| 6. | <p>Matters arising action sheet (enclosed) To <u>note</u> updates on actions not covered elsewhere on the agenda</p> | Jude Chin |
| 7. | <p>Chair's report (enclosed) To <u>receive</u> an update from the Chair</p> | Jude Chin |
| 8. | <p>Chief executive's report (enclosed) To <u>note</u> a report on operational and strategic matters</p> | Craig Black |
| 18:10 GOVERNOR BUSINESS (INC. STATUTORY DUTIES) | | |
| 9. | <p>Board Development (verbal) To <u>receive</u> a verbal update from the NEDs</p> | NEDs |

| | | |
|--|---|-----------------------------------|
| 10. | Annual review of External Audit performance To <u>review</u> the external audit performance papers presented by Finance | Alan Rose |
| 11. | Nomination Committee report (enclosed) To <u>note</u> a report from the Nominations Committee meeting on 1 November 2022 | Jude Chin |
| 12. | Council of Governors committees To <u>receive</u> a summary table of each governor committee | Pooja Sharma |
| 13. | Election of Lead Governor To <u>receive</u> the results of the election | Richard Jones |
| 14. | Engagement Committee report (enclosed) To <u>receive</u> a report from the Engagement Committee meetings on 11 July and 11 October 2022 | Ben Lord |
| 15. | Standards Committee report (enclosed) To <u>receive</u> a report from the Standards Committee | Jude Chin |
| 16. | Lead Governor Report (enclosed) To <u>receive</u> a report from the Lead Governor | Liz Steele |
| 17. | Staff Governor Report (enclosed) To <u>receive</u> a report from the Staff Governor meetings on 10 July and 18 October 2022 | Staff Governor |
| 18. | Council of Governors development and forward plan (enclosed) To <u>review</u> progress and consider next steps | Pooja Sharma |
| 19:20 REPORTS FROM THE BOARD OF DIRECTORS | | |
| 19. | Summary report for Board of Directors meetings (enclosed) To <u>receive</u> a report from the Chair, Chief Executive and Non-Executive Directors | Jude Chin / Craig Black / NEDs |
| 19:25 ITEMS FOR INFORMATION | | |
| 20. | Annual Report & Accounts (via website link) To <u>receive</u> the Annual Report & Accounts for 2021/22 | Richard Jones |
| 21. | Dates for meetings for end of 2022, beginning of 2023 To <u>note</u> dates for meetings in 2023: <ul style="list-style-type: none"> ▪ Tuesday 7 February 2023 - Council of Governors meeting <u>Other meeting/events:</u> <ul style="list-style-type: none"> ▪ Monday 5 December – Governor Development Programme, session via MS Teams ▪ Tuesday 17 January – Governor Development Programme, Future Systems follow up, via MS Teams ▪ Monday 23 January – Informal Governor meeting, location to be confirmed | Jude Chin |
| 22. | Reflections on meeting To consider whether the right balance has been achieved in terms of information received and questions for assurance and the Trust's values and behaviours observed. | Jude Chin |
| 19:30 CLOSE | | |

Supporting Annexes

| Agenda item | Description |
|-------------|---|
| 15 | The GGI report - Council of Governors Governance Review |

1. Public meeting- Welcome & introductions

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For Reference

Presented by Jude Chin

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To Note

Presented by Jude Chin

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To receive a presentation on stroke
services

For Reference

Presented by Nicola Cottingham

4. Declaration of interests for items on the agenda

To receive any declarations of interest for items on the agenda

For Reference

Presented by Jude Chin

5. Minutes of the previous meeting
(enclosed)

To note the minutes of the meeting held
on 18 May 2022

For Approval

Presented by Jude Chin

DRAFT

**MINUTES OF THE COUNCIL OF GOVERNORS' MEETING
HELD ON WEDNESDAY 18 MAY 2022 AT 17.30pm
AT ASHLAR HOUSE**

| COMMITTEE MEMBERS | | Attendance | Apologies |
|--------------------------|---|-------------------|------------------|
| Jude Chin | Interim Chair | • | |
| Florence Bevan | Public Governor | • | |
| Carol Bull | Partner Governor | • | |
| Rachel Darrah | Staff Governor | • | |
| Allen Drain | Public Governor | • | |
| Margo Elsworth | Staff Governor | • | |
| Andrew Hassan | Partner Governor | | • |
| Rebecca Hopfensperger | Partner Governor | • | |
| Robin Howe | Public Governor | • | |
| Sarah Judge | Staff Governor | • | |
| Amanda Keighley | Staff Governor | • | |
| Ben Lord | Public Governor | • | |
| Laraine Moody | Partner Governor | | • |
| Jayne Neal | Public Governor | | • |
| Adrian Osborne | Public Governor | • | |
| Joe Pajak | Public Governor | • | |
| Thomas Pulimood | Partner Governor | • | |
| Margaret Rutter | Public Governor | | • |
| Jane Skinner | Public Governor | | • |
| Liz Steele | Public Governor | • | |
| Clive Wilson | Public Governor | | • |
| Martin Wood | Staff Governor | • | |
| In attendance | | | |
| Richard Jones | Trust Secretary | | |
| Craig Black | Interim Chief Executive | | |
| Nicola Cottington | Executive Chief Operating Officer (for item 22/45 only) | | |
| Christopher Lawrence | Non-Executive Director | | |
| Louisa Pepper | Non-Executive Director | | |
| Alan Rose | Non-Executive Director | | |
| Alex Baldwin | Deputy Chief Operating Officer (for item 22/45 only) | | |
| Clement Mawoyo | Director of Integrated Adult Health and Social Care (for item 22/45 only) | | |
| Pooja Sharma | Deputy Trust Secretary (minutes) | | |

Action

GENERAL BUSINESS

22/43 PUBLIC MEETING

The Council of Governors held its first face to face meeting in over 2 years.

A link was provided to allow those Governors who were unable to attend the meeting in person to observe using MS Teams.

22/44 APOLOGIES

Apologies for absence were noted as above.

22/45 PRESENTATION – 2022/23 Priorities and Operational Planning guidance

- The Chief Operating Officer Nicola Cottington (NC), Deputy Chief Operating

Officer, Alex Baldwin (AB) and Director of Integrated Adult Health and Social Care, Clement Mawoyo (CM) presented 2022/23 operational planning and drew attention to the following:

- The 2022/23 Priorities and Operational Planning guidance enables Integrated Care Systems (ICSs) to submit a narrative plan covering the 2022/23 financial year to explain planning numbers and trajectories. These submissions provide a narrative plan for five of the ten 2022/23 priorities.
- The Trust will endeavour to have the right workforce, with the right skills and behaviours, in the right place at the right time within cost, working together in a compassionate and inclusive culture, helping to make the local area a better place to live and work.
- The Trust will aim to deliver significantly more elective care to tackle the elective backlog in various areas, including, to reduce waits of over 104 weeks by March 2022, improve performance of all cancer standards, reduce out-patient follow ups by 15% among others.
- The Trust to improve the responsiveness of urgent and emergency care (UEC) by reducing 12-hour waits in ED towards zero and minimising handover delays between ambulance and hospital.
- The Trust will build community care capacity by having 40-50 virtual beds per 100k population before the end of the year, improving 2hour community response targets, reducing community service waiting lists, ensuring timely discharge for all patients who don't meet criteria to reside.

CM explained that with regard to virtual wards work has commenced to identify the pathways with input from clinicians Trust and General Practice. As part of Suffolk and North East Essex SNEE, the Trust has identified the technology to support this vital programme. This is a national programme with internal, Alliance and SNEE wide governance. Regional and NHSE support in place for each system to strengthen plans and approaches.

CM further stated that the Ageing Well programme focuses on how the Trust cares for population in the community to help to stay well and healthy at home. Delivering the right care, in the right place at the right time is the aim. There are three elements to the programme including Urgent Community Response (UCR), Enhanced Health in Care Homes and Anticipatory care.

A reference was also made to the Integrated Neighbourhood Teams which is an alliance programme between local health and social care, care market providers, voluntary sector, Public Health, Districts and Boroughs and commissioners working together to provide joined up care and services to their local community and is governed through each organisational reporting structure and through the Alliance Health and Care Programme Board.

AB briefed on the key accountability and reporting lines to explain the governance route followed to note the performance and receive assurance at the appropriate board sub-committee.

NC emphasised that the plan submitted was focussed on Integrated Care Systems (ICSs) rather than an individual Trust and there are challenges and opportunities in working together and strengthening relationships within ICS.

- Q** With regard to reducing waits of over 78 weeks, should the Trust put alternative reasonable assessment instead of 78 weeks?
- A** The target has been assessed and set up based on various assumptions, however, there might be a challenge in delivering the target.
- Q** What would it feel like to be a patient on a virtual ward?

A The aim is to ensure that care is provided in the right place for the intervention, the right level of monitoring in terms of home setting and any deterioration is picked up effectively. Therefore, the Trust has worked as part of the ICS to invest in digital monitoring equipment that will be utilized for this particular purpose. The team is looking at projects at how digital care technology can support delivery of care and oversight in home environment.

Q How would digital oversight contribute to care at virtual wards?

A Digital equipment similar to hospital wards is installed in the home setting which monitors various parameters and then from digital oversight the triggers are closely monitored that would highlight when a different action needs to be taken. Virtual Wards support patients who would otherwise be in hospital to receive the acute care, monitoring and treatment they need in their own home. Virtual wards will need to rely on independent networks and a technology that could circumvent failures in broadband connections.

Q Is there any alternate programme to get into secondary schools and colleges to encourage youngsters to take the right choices so that they can perhaps join one of the biggest employers, the NHS?

A It is recognised that workforce is going to be one of the biggest challenges and work is ongoing around encouraging and recruiting workforce through educational institutes at school and college level.

The Council of Governors noted the local response to the national guidance on NHS Operational Planning Priorities.

22/46 WELCOME AND INTRODUCTIONS

- The Chair, Jude Chin (JC) welcomed everyone to the meeting and noted the resignations of Roy Mawford and Keith Foss as Public Governors.

22/47 DECLARATIONS OF INTEREST

- There were no declarations of interest for items on the agenda.
- The Council of Governors received and noted the Register of Governors' Interests 2022-23 and an update on completion of returns to be provided at the next meeting.

22/48 MINUTES OF THE MEETING 29 MARCH 2022

- The minutes of the meeting held on 29 March were approved as a true and accurate record, subject to few minor amendments.

22/49 MATTERS ARISING ACTION SHEET

The ongoing action was reviewed and the following update was provided:

- Ref 222 - Improvement Committee – once work complete, provide information to governors on specialist committees within the organisation. The scope of the assurance committees reviewed and developed by the Board and based on this a review is currently taking place to assess these changes and the functions of the specialist groups. This work will be reported to the Board later in the year and be shared with the Governors. **Added to forward planner 2022/23. Action closed.**
- Ref 224 - Review composition of Council of Governors taking into account the

public and partner vacancies. Richard Jones (RJ) updated that the Standards Working Group was constituted to develop Code of Conduct for Governors and procedure for Managing Governor Conduct and Expected Standards. It was suggested at the last meeting to make this a permanent group and that it takes on as a standing responsibility to review issues relating to standards and governance of the Council. Part of this remit would be to review the constitution and specifically consider membership of the Council in terms of number of seats and partner organisations. The considerations of this committee would be reported to the Council for consideration and approval.

It was proposed to establish a new committee of the Council and transfer the previous membership of the Standards Committee. Terms of reference, including responsibilities of the committee to be developed and reported to the Council.

Action: PS/RJ

**P Sharma/
R Jones**

It was noted that the Council is currently holding one partner and three public vacancies. The Trust at present has 11 public and 10 staff/partner governors. Therefore, public governors remain in the majority. There are four candidates from the previous elections who are eligible to take up vacant public governor seats.

22/50 CHAIR'S REPORT

The Chair, Jude Chin (JC) provided an update on progress on priorities set out for the period until a substantive Chair is appointed and noted that there is continued support from the executives in dealing with waiting lists (elective recovery) and in particular, encouraging a closer working relationship with ESNEFT. A preliminary Chair and CEO meeting with ESNEFT will be held this week to consider how the two Trusts can continue to develop a collaborate relationship. In addition, a Board to Board meeting has been scheduled for the two Trusts, facilitated by Tricordant, to explore how both can work more closely and collaboratively.

JC further stated that an initial review of the efficacy and effectiveness of the three assurance committees of the Board has been undertaken and, as a result, some changes have been made. The changes will provide greater focus on the areas of assurance for each committee. Insight Committee will now focus on Operations and Finance, Involvement on People and Organisational Development and Improvement on Quality and Patient Safety. Each committee will be responsible for identifying areas of concern and ensuring that adequate steps are being taken to address those concerns. These changes will also provide greater clarity on the flow of assurance from Specialist Committees and Governance Groups.

The Council of Governors noted that the review of the assurance committees had led to significant improvement in the way the committees are working. There is a focus on culture and strategy and presentation of data is much more effective.

22/51 CHIEF EXECUTIVE'S REPORT

The Chief Executive, Craig Black (CB) presented the report and highlighted the following:

- Staff sickness rate is just under 5%, one of the aspects of which is the rate of Covid that exists in the communities that translates into staff sickness in particular. So as community Covid rates go down, there will be a reduction in staff sickness as well which might help to release some of the pressures.
- At the beginning of April, an outline planning application was submitted for the new hospital on the Hardwick Manor site. This is a significant milestone and follows a huge amount of work from the team to enable the Trust to get to this stage.

- The Board has approved a one-off 'Covid-19 recognition and reward' payment for all staff for their dedication and hard work.
- As part of the Ockendon review into maternity services, there is a process whereby all maternity units are receiving a visit to assess compliance against some of the recommendations and provide a review of the maternity services. A positive feedback from maternity services was received, in particular around leadership and culture.

Q Does the positive feedback on maternity services replicate throughout the hospital and how is it different from other services?

A There is a process of receiving feedback across the Trust and from the community. The difference between maternity and other teams is that it is something that the maternity services have developed as part of the work they are doing on staff wellbeing, staff appreciation and transparency.

Q Are we still on target for the new hospital building?

A The timetable the Trust is working towards is for work to commence on site at the beginning of 2025. Earlier this week there were announcements that funding was being allocated to organisations on the first 40 hospitals list and that this funding was less than most organizations were seeking. However, the Trust has sufficient funding allocated for the time being to keep work on track.

GOVERNOR BUSINESS (INC. STATUTORY DUTIES)

22/52 NOMINATION COMMITTEE REPORT

The Chair, Jude Chin (JC) presented the report and said that following the resignation of Sheila Childerhouse in December 2021, the Nominations Committee of the Council of Governors has started the process of appointing a new Chair. Following a review of the Constitution, also in December 2021, the Nominations Committee has also started the process for appointing up to three new non-executive directors to the Board. As a result, three candidates have been identified for stage 2 interviews and stakeholder events. The availability of candidates is currently being sought.

The NED shortlisting meeting will be scheduled when the recruitment agency has confirmed that the preliminary interviews for the longlisted candidates will be completed (21 in total).

Following the resignation of Roy Mawford, Public Governors were invited to nominate themselves to join the committee. The nominations received were circulated by separate email to the meeting pack along with a ballot paper. There was a secret ballot at the meeting on 18 May 2022 and Clive Wilson was appointed as a new Public Governor to the committee.

22/53 APPRAISAL PROCESS FOR CHAIR AND NEDs

The Trust Secretary, Richard Jones (RJ) presented the Chair and NED appraisal process and schedule for 2022.

The Council of Governors noted the process and timescale. Nominations will be sought for Governors wishing to act as observers (appraisers) using the appraisal questionnaires.

ACTION: After the meeting, email to be sent to the Governors to seek nominations for Governors wishing to act as observers (appraisers).

**R Jones / P
Sharma**

22/54 GOVERNOR ENGAGEMENT

The Deputy Lead Governor and chair of the Engagement Committee, Florence Bevan (FB), commended the report and drew attention to the following key areas:

- There is a need to have closer partnership arrangements between the Voice group and engagement team to ensure mutual learning. It was suggested that rather than developing a MoU, an integrated approach be adopted on how both teams can work together closely.
- The Trust Secretary advised that anticipated face-to-face engagement activities and visits will soon be reinstated. This change will be linked to changes in visitor restrictions to the wards. There are discussions around how access can be opened up to the clinical and non-clinical areas to wider groups including Governors and NEDs. The 15-step challenge national approach will be followed and the programme will be developed to include sessions and activities in line with the respective roles of Governors and NEDs.
- An update was provided on Future System Engagement and it was noted that the Governors would be interested to learn of these plans and a session can be arranged with the wider audience.
- The engagement strategy was reviewed – the strategy runs until April 2023.
- Jane Skinner, (Public Governor), has resigned from membership of the committee.
- The Committee Chair, (Florence Bevan), announced her resignation as Chair and member of the Engagement Committee. The committee thanked Florence for her work as committee chair.

The Council of Governors were encouraged to join the Engagement Committee as members to develop and take forward the engagement programme. Following this process an additional engagement committee meeting will be setup to welcome new members and elect a committee chair.

The report was discussed and the following actions were noted:

ACTION:

- **To send an email to governors to seek interest in joining the Engagement Committee and arrange adhoc engagement committee meeting to welcome new members and elect a committee chair.**
- **To schedule training on 15-step challenge national approach model.**
- **To arrange presentation to the governors on Future System Engagement by Emma Jones.**

P Sharma

Q Are there any plans for the NHS Big Tea on 5th July 2022?

A There was no discussion on this during the committee meeting. The patient experience team might be able to pick up on this.

The Council of Governors noted the minutes from the Engagement Committee meeting held on 04 May 2022 and approved the Engagement strategy and Engagement Committee TOR.

22/55 COUNCIL OF GOVERNORS FORWARD PLAN 2022/23

The Trust Secretary, Richard Jones (RJ) presented the Governors' Work Programme 2022-2023 and stated that the programme has been established for WSFT Governors to achieve the set priorities to include various briefing and development

sessions to run across 2022-23. One of the focus areas will be to improve governor involvement in and understanding of the Trust's strategic priorities, significant risks to their achievement and related plans.

The Council of Governors approved the proposed work programme and this will be reviewed at each meeting to consider progress and possible amendments.

22/56 ANNUAL REPORT AND QUALITY ACCOUNTS 2021/22

The Trust Secretary, Richard Jones (RJ) informed that the key document that the Trust produces each year is the Annual Report. This previously included the annual quality report, but based on national guidance this has changed for 2021/22. For this year, there is a requirement to produce separate quality accounts and include in the performance section of the annual report details on quality priorities and quality indicators to provide a balanced report on performance.

RJ proposed that up to four Governors be identified as readers for the draft Annual Report and associated quality accounts. This will be to ensure that the report, whilst complying with the requirements of national guidance, remains accessible for the public in terms of language. Readers will receive the draft Annual Report and Quality Accounts for comment in June.

Four Governors, Florence Bevan (Public Governor), Allen Drain (Public Governor), Carol Bull (Partner Governor) and Sarah Judge (Staff Governor) were identified as readers for the Annual Report and Quality Accounts, as well as drafting commentary from the Governors for inclusion in the Quality Accounts.

The Council of Governors noted the update on the Annual Report and Quality Accounts 2021-22.

22/57 LEAD GOVERNOR REPORT

The Lead Governor, Liz Steele (LS) presented the report and welcomed the face to face meeting. LS drew attention to the following:

- Several stages towards appointing a substantive Chairman for the Trust have been completed and it is important to find the right person to take the Trust forward. The next steps will be the stakeholder interviews followed by the Nomination Committee panel interview.
- LS thanked Florence Bevan, who has stepped down as chair of the Engagement Committee for all the work done.
- LS looked forward to resuming the informal NEDs/Governor meetings as soon as is possible for these were always very well received by Governors and NEDs.
- LS asked if Governors' informal pre-meets could be reinstated.

22/58 STAFF GOVERNOR REPORT

Staff Governor, Margo Elsworth (ME), presented the staff governor report and informed that issues raised by staff governors were reviewed and discussed at the quarterly staff governor meeting on 28 May 2022. The ways in which profile of the staff governors can be raised were discussed.

ME briefed on the feedback around various issues and concerns from their areas, particularly the pressure that both the acute hospital and community services were experiencing.

The staff governors noted that there was a subtle change in the behaviour among patients in terms of anxiety and anger. There are concerns around primary care and that the threshold for accessing primary care had gone down, even though there were no changes to the demographics. There was much work happening in this area with more face to face contacts, telephone and video appointments but still there were challenges to keep up with demand. There was a need to encourage people to join the healthcare profession, which is a national concern.

The Chair, Jude Chin (JC) emphasised the need to support WSFT staff and how they can be trained to deal with patients and their behaviours.

REPORTS FROM THE BOARD OF DIRECTORS

22/59 SUMMARY REPORT FOR BOARD OF DIRECTORS MEETINGS

The Chair, Jude Chin (JC) presented the summary report of two meetings of the Board of Directors held on 25 March 2022 and 8 April 2022.

A query was raised regarding the staff story as it was concerning that the clinical service was short staffed and what was meant by supplies having to be obtained from other areas. It was explained that this referred to a request for supplies from the community.

A reference was also made to the development of the performance dashboard and it was noted that work is in progress. Performance reports to the Board of Directors and its assurance committees will see changes in the coming months as the dashboard undertakes further development.

ITEMS FOR INFORMATION

22/60 DATES FOR MEETINGS FOR 2022

Tuesday 13 September

Tuesday 27 September (Annual Members Meeting, Apex)

Thursday 10 November

22/61 REFLECTIONS ON MEETING

The Chair, Jude Chin (JC) asked for the reflections on the first face to face meeting held in 2 years and the following was noted:

- The acoustics of the meeting hall could be improved at the next meeting.
- Governors need to be encouraged to attend the Council of Governor meetings as there were 6 apologies for absence.
- To convert CoGs future meetings in 2022 to face-to-face, unless specified otherwise.
- The presentation on Priorities and Operational Planning guidance was welcomed by the governors.

It would be helpful to arrange briefings on the ICB and provider collaboration developments.

There was no other business to discuss and the Chair closed the meeting.

6. Matters arising action sheet (enclosed)
To note updates on actions not covered
elsewhere on the agenda

For Reference

Presented by Jude Chin

ACTION LOG – to be presented to Council of Governors meeting on 10 November 2022

| Paper/Agenda item Ref | Board/Committee meeting date where the action arose | Action | Lead | Progress | Target Date | RAG |
|--|---|---|------|---|-------------|-----|
| Review composition of Council of Governors taking into account the public and partner vacancies | 18/05/2022 | To establish a new committee of the Council and transfer the previous membership of the Standards Committee. Terms of reference, including responsibilities of the committee to be developed and reported to the Council. | PS | On agenda. Action closed. | Sept 2022 | |
| Appraisal process for Chair and NEDs | 18/05/2022 | Email to be sent to the Governors to seek nominations for Governors wishing to act as observers (appraisers). | RJ | An email was sent to all the Governors to seek nominations to act as observers. Florence Bevan nominated herself as observer. Report from Nominations Committee is on agenda. Action closed. | June 2022 | |
| Governor Engagement | 18/05/2022 | To arrange presentation to the governors on Future System Engagement. | EJ | Governors' Briefing/Development Programme has been scheduled on 17th January 2023 to receive an update on Future Systems Programme which would also include the engagement programme update. Action closed. | Jan 2023 | |

| | | | | | | |
|--|------------|---|----|--|-----------|--|
| | 18/05/2022 | To seek interest from all the Governors in joining the Engagement Committee and arrange ad hoc engagement committee meeting to welcome new members and elect a committee chair. | PS | Interests were sought from the Governors to join the Engagement Committee. Allen Drain and Margaret Rutter proposed their names for membership to the committee. An additional Committee meeting was held on 15 th June to consider the membership and elect a new Chair. Ben Lord was elected as the Chair of the Engagement Committee with effect from 15 th June 2022. Action closed. | June 2022 | |
| | 18/05/2022 | To schedule training on 15-step challenge national approach model. | PS | In agreement with the members of the Engagement committee, it was decided that instead of arranging a training, a toolkit is shared with the governors and NEDs to understand the 15 steps process. Action closed. | June 2022 | |

RAG RATING

| | |
|---|--|
| Key | |
| Completed | |
| On track/On trajectory - The action is expected to be completed by the due date | |
| Some slippage/Off trajectory - The action is behind schedule and may not be delivered | |

Serious Issues/Due date passed and action not completed

LEAD:

| Name | Initials |
|---------------|-----------------|
| Pooja Sharma | PS |
| Richard Jones | RJ |
| Ruth Berry | RB |
| Emma Jones | EJ |

7. Chair's report (to follow)

To receive an update from the Chair

For Reference

Presented by Jude Chin

8. Chief executive's report (enclosed)




To note a report on operational and strategic matters

For Reference

Presented by Craig Black

WSFT Council of Governors Meeting

| | |
|--------------------------------|--|
| Report title: | CEO Report |
| Agenda item: | 8 |
| Date of the meeting: | 10 November 2022 |
| Sponsor/executive lead: | Craig Black, interim chief executive officer |
| Report prepared by: | Sam Green, communications officer |

| Purpose of the report: | | | |
|---|---|--|---|
| For approval <input type="checkbox"/> | For assurance <input type="checkbox"/> | For discussion <input type="checkbox"/> | For information <input checked="" type="checkbox"/> |
| Trust strategy ambitions |  |  |  |
| Please indicate Trust strategy ambitions relevant to this report. | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |

| | |
|---------------------------|---|
| Executive summary: | <p>Looking ahead</p> <p>It is evident that we are now heading into the colder months. This will be a period that presents the Trust with a trio of significant challenges; rising demand from an aging population, a surge in respiratory infections such as flu and Covid-19, and the impact of the cost-of-living crisis.</p> <p>We also would have spent the warmer months recuperating from the previous winter and be preparing for winter ahead. However, over the past few years, demand has remained high, and the impact of the pandemic has been immense. We have been under sustained pressure, which we know will only increase as these challenges raise their heads.</p> <p>While we have plans in place, and robust modelling to mitigate against the impact from an older and sicker population, and a rise in the prevalence of flu and Covid-19 in our communities, the third challenge cannot be so easily prepared for.</p> <p>It is currently an unknown what impact the cost-of-living crisis, specifically relating to the price of food and utilities will have on the health of the most vulnerable in our communities this winter. While we understand the clear link between fuel poverty or poor diet, ill health and hospital admission, to date there has been little to no wider health impact assessments.</p> <p>Despite this, we will continue to monitor this situation closely to ensure we are in the best possible position to help all of those who come through our doors.</p> |
|---------------------------|---|

We also recognise that waiting times remain high, and we are sorry to all those who experience a delay to their care. The Trust is currently: working with the independent sector and regional NHS partners; offering extended clinics, such as Saturday appointments; providing extended theatre lists; weekend working; and increasing theatre productivity to bring these down over the coming months. We are now completing a greater number of treatments since the completion of estates work in numerous areas of the hospital, which I am pleased to say has contributed to a reduction in waiting times.

Results from the Clinical Quality Commission (CQC)

We have recently received the results from the Clinical Quality Commission's inspection of Glemsford Surgery and this year's adult inpatient survey.

I am pleased that Glemsford Surgery has received a rating of 'Good', achieving high scores in areas such as kindness and respect, respecting privacy and dignity, how services adjusted to meet the needs of patients through the pandemic, the way it is led and managed, and how effective its systems are in the delivery of high-quality and person-centred care.

While some areas have been identified as in need of further improvement, we have taken this feedback on board and will continue working with the surgery staff to build on this rating and provide local communities with the highest quality of care.

The results from the adult inpatient survey, also undertaken by the CQC, which analyses the experiences of patients who stay overnight in hospital, found we performed better than most other Trusts in several areas. We scored favourably on how our patients felt about the length of time they waited before admission, pain management, the quality of our food, and our patient's level of understanding of the information they need after leaving hospital care.

We will be looking closely at the areas where our scores have fallen to ensure we make improvements to support people's overall experience when receiving care.

Our autumn of active listening

This autumn, we are engaging with our colleagues to work out how best to support them, both in and out of work.

The national NHS staff survey, one of the largest workforce surveys in the world, is currently underway. This gives us an important insight into how our colleagues are feeling and how we can best support them, patients and all service users.

We are running our internal staff involvement programme 'What Matters To You?' for the second time. This aims to gather information from our colleagues about what they feel is important, and what we should be doing at board level to support them and help them to improve our services.

October was 'Speak Up Month', which focused on promoting being able to raise issues in a safe and supportive way. I cannot stress how important both myself and the board take this, and how much we value staff feedback. This has been supported by our Freedom To Speak Up Guardian, who continues to raise the profile of this process and continues to help embed this further into the culture across the Trust.

| | |
|---|--|
| | We also have our travel survey to better understand the needs of our staff. We will use this information to implement new initiatives to improve the ways our staff get to work and travel around the area, and where possible, make these journeys kinder to our environment. |
| Action required/ recommendation: | n/a |

| | |
|---|-----|
| Previously considered by: | n/a |
| Risk and assurance: | n/a |
| Equality, diversity and inclusion: | n/a |
| Sustainability: | n/a |
| Legal and regulatory context: | n/a |

9. Board Development (verbal)

To receive a verbal update from the NEDs

To Note




10. Annual Review of external Audit
performance (enclosed)

To review the external audit performance
papers presented by Finance

To Review

Presented by Alan Rose

| WSFT Council of Governors Meeting | |
|--|--|
| Report title: | Audit Committee report |
| Agenda item: | 10 |
| Date of the meeting: | 10 November 2022 |
| Sponsor/executive lead: | Alan Rose, Chair of audit committee |
| Report prepared by: | Liana Nicholson, Assistant Director of Finance |

| Purpose of the report: | | | |
|---|---|---|---|
| For approval <input checked="" type="checkbox"/> | For assurance <input type="checkbox"/> | For discussion <input type="checkbox"/> | For information <input checked="" type="checkbox"/> |
| Trust strategy ambitions |  |  |  |
| Please indicate Trust strategy ambitions relevant to this report. | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |

| | |
|--|---|
| Executive summary: | <p>Executive summary:</p> <p>The NHS Foundation Trust Code of Governance document, issued by NHS Improvement, includes guidance to the Council of Governors relating to assessing the performance of the External Auditors:</p> <p>C.3.4. The Audit Committee should make a report to the Council of Governors in relation to the performance of the External Auditor, including details such as the quality and value of the work and the timeliness of reporting and fees, to enable to Council of Governors to consider whether or not to re-appoint them. The Audit Committee should also make recommendations to the Council of Governors about the appointment, re-appointment and removal of the External Auditor and approve the remuneration and terms of engagement of the External Auditor.”</p> <p>The attached draft report to the Council of Governors outlines the External Auditors performance for the 2021/22 financial year.</p> |
| Action required/recommendation: | The Council of Governors is asked to consider the feedback from the Audit Committee on the performance of the Trust’s External Auditors. This should provide sufficient assurance to the Council of Governors that KPMG has provided a quality, timely and cost-effective external audit service. |

| | |
|----------------------------------|---|
| Previously considered by: | Audit Committee (01 November 2022) |
| Risk and assurance: | KPMG is subject to review by the Financial Reporting Council. No issues have been noted from the reviews completed. |

| | |
|---|-------------------------------------|
| Equality, diversity and inclusion: | n/a |
| Sustainability: | n/a |
| Legal and regulatory context: | International Standards of Auditing |

1. Background

The NHS Foundation Trust Code of Governance document, issued by NHS Improvement, includes guidance to the Council of Governors relating to assessing the performance of the External Auditors:

C.3.4. The Audit Committee should make a report to the Council of Governors in relation to the performance of the External Auditor, including details such as the quality and value of the work and the timeliness of reporting and fees, to enable to Council of Governors to consider whether or not to re-appoint them. The Audit Committee should also make recommendations to the Council of Governors about the appointment, re-appointment and removal of the External Auditor and approve the remuneration and terms of engagement of the External Auditor.”

2. Performance of the External Auditors

The Audit Committee met on the 1 November 2022, at this meeting the performance of the Trust’s External Auditors was considered, in particular the:

- Timeliness of reporting
- Quality of work
- Audit fees
- Independence

2.1. Timeliness of reporting

2021/22 was the first year that KPMG audited the Trust, with their appointment commencing in November 2021 after the resignation of the Trust’s previous auditors BDO.

The Management Team at the Trust has developed a good working relationship with KPMG and has good engagement. Being the first year of the audit engagement there were some challenges, particularly in the way in which KPMG required data populations and KPMG taking on the Trust as a client part way through the financial year. An audit de-brief is due to be held with KPMG in November where a plan of action will be developed to ensure that the audit runs much smoother in 2022/23.

NHSE/I agreed to an extended deadline for this first year audit of 31 July 2022. However, KPMG were unable to deliver to this deadline due to resources and some unprecedented challenges faced with the Trust being a new client. A new deadline was agreed with NHSE/I of 16 September 2022, which was met. The audited Annual Report and Accounts were finalised and submitted on 16 September 2022. An unqualified audit opinion was issued on the Annual Report and Accounts with a slight modification to the opinion in relation to Value for Money.

The audit timetable will revert to the national timetable for the 2022/23 audit.

2.2. Quality of Work

The Audit Committee considers that it has received good quality reports from KPMG that communicate any significant findings arising from their audit. The reports have been helpful in assisting the Audit Committee in discharging its governance duties.

Access to senior members of the Audit Team has been satisfactory during 2021/22. The Audit Committee also takes comfort on how KPMG compares the Trust to other Trusts in specific areas (e.g. the treatment of RAAC issues), showing an effective use of benchmarking.

KPMG were also able to use an internal valuation specialist to review and deliver all of the audit testing required around the valuation of the Trust’s estate, which was much more efficient than the approach taken by the Trust’s previous auditors.

The quality of KPMG’s audit work is assessed by Financial Reporting Council (FRC) on an annual basis. The last report issued by FRC was in July 2022 and highlighted an improvement in the quality of the audits inspected.

2.3. Audit Fees

After the resignation of the Trust's previous auditors, the Trust attempted to carry out a competitive tender exercise. However, there was little interest from audit firms due to the External Audit market going through a difficult phase of audit appointments. KPMG were the only supplier who showed an interest in taking on the Trust as a client, but as noted above, only if the audit deadline could be flexed in the first year, which NHSE/I agreed to. As a result, KPMG were appointed as the Trust's External Auditors for a period of 3 years. Their final year of audit under this contract will be for 2023/24.

For the 2021/22 financial year the summary of fees excluding VAT is as follows:

| | £'000 |
|--|------------|
| Statutory audit fee (including VFM work) | 120 |
| Opening balances work | 5 |
| IFRS 16 Implementation | 5 |
| Total | 130 |

3. Independence

KPMG maintained their independence during 2021/22 and this was reflected in their report to those charged with Governance.

4. Recommendation




The Council of Governors is asked to consider the feedback from the Audit Committee on the performance of the Trust's External Auditors. This should provide sufficient assurance to the Council of Governors that KPMG has provided a quality, timely and cost effective external audit service.

11. Nomination Committee report
(enclosed)

To note a report from the Nominations
Committee meeting 1 November 2022

To Note

Presented by Jude Chin

| WSFT Council of Governors Meeting | | | |
|---|--|--|---|
| Report title: | Nominations committee report | | |
| Agenda item: | 11 | | |
| Date of the meeting: | 10 November 2022 | | |
| Sponsor/executive lead: | Jude Chin, Chair | | |
| Report prepared by: | Richard Jones, Trust Secretary & Head of Governance Ruth Berry, FT Office Manager | | |
| Purpose of the report: | | | |
| For approval <input checked="" type="checkbox"/> | For assurance <input type="checkbox"/> | For discussion <input type="checkbox"/> | For information <input checked="" type="checkbox"/> |
| Trust strategy ambitions |  |  |  |
| Please indicate Trust strategy ambitions relevant to this report. | <input type="checkbox"/> | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| Executive summary: | <p>The following summarises discussions that took place at the Nominations Committee of the Council of Governors.</p> <p><u>Meetings - July to September 2022</u></p> <ul style="list-style-type: none"> • 360° feedback reports for Richard Davies, Louisa Pepper, Alan Rose, Chris Lawrence and the Chair were reviewed. The committee agreed significant emergent themes, areas of strength and identified opportunities to increase impact and effectiveness, for discussion at individual's appraisal meetings. • Terms of office for the NEDs were reviewed and noted. It was recognised that two NED terms end early 2023 and therefore if the interviews allow, associate NEDs could be appointed to cover these future vacancies. • Chair appointment - the Council of Governors in their closed meeting on 4th July 2022, approved the recommendation to appoint Jude Chin as Trust chair w.e.f 5th July 2022 for a period of one year and continue with the new NED appointments as currently scheduled. • NED recruitment – following a number of meetings and interviews the closed Council meeting on 20 September approved the recommendation to appointment five new NEDs (two as associates). • Vacancy on the committee - Following the resignation of Joe Pajak from the committee membership, public governors were invited to nominate themselves to join the committee. The only response received was from our public governor- Ben Lord. In absence of any other candidate, it is an uncontested appointment of Ben Lord as a member of the nomination committee. | | |




| | |
|---|--|
| | <p><u>Meeting – 1 November 2022</u></p> <ul style="list-style-type: none"> • NED terms of office were reviewed and noted that Christopher Lawrence has stepped down. • University of Cambridge nominated NED – two CVs were received for nominees. It was agreed that interviews be scheduled for early in the new year • Audit committee chair following discussion of this vacancy its was agreed to appoint head-hunters to seek potential candidates that meet the specialist requirements for the role as well as the values and behaviours expected by the Trust. A timetable to be put in place to support recruitment by April 2023. • Deputy chair role – it was agreed that with the new NEDs taking up post the preparation of a recommendation for the Council on this appointment would be revisited prior to the February 2023 meeting. • NED remuneration – a recommendation to be considered by the Council in closed session • CEO recruitment update – an update was provided included reference to a potential concern regarding the short time remaining on the chair's term of office. Following discussion, it was agreed that no further action was required. This decision recognised that the successful candidate would be able to contribute to the chair recruitment process in 2023. |
| Action required / Recommendation: | The Council of Governors is asked to note the report. |
| Previously considered by: | None |
| Risk and assurance: | n/a |
| Equality, diversity and inclusion: | n/a |
| Sustainability: | n/a |
| Legal and regulatory context: | NHS Act 2006, West Suffolk NHS Foundation Trust Constitution |

12. Council of Governors committees (enclosed)

To receive a summary table of each
governor committee

To Note

Presented by Pooja Sharma

| WSFT Council of Governors Meeting | | | |
|---|--|--|---|
| Report title: | Council of Governors Committees/working groups 2022-23- Membership Summary table | | |
| Agenda item: | 12 | | |
| Date of the meeting: | 10 November 2022 | | |
| Sponsor/executive lead: | Pooja Sharma, Deputy Trust Secretary | | |
| Report prepared by: | Richard Jones, Trust Secretary & Head of Governance Pooja Sharma, Deputy Trust Secretary | | |
| Purpose of the report: | | | |
| For approval <input type="checkbox"/> | For assurance <input type="checkbox"/> | For discussion <input type="checkbox"/> | For information <input checked="" type="checkbox"/> |
| Trust strategy ambitions |  |  |  |
| Please indicate Trust strategy ambitions relevant to this report. | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |
| Executive summary: | <p>The Council of Governors has constituted committees and working groups where necessary to support the council in a range of tasks. The Council has committee(s) that are closely in line with Governors' duties. Working groups (where they exist) complement the wider duties and development of governors. The Council has a clear rationale for its committee(s) and working groups and regularly revisits their effectiveness and fitness for purpose.</p> <p>There are 5 sub-committee(s) and working groups constituted by the Council of Governors as follows:</p> <ul style="list-style-type: none"> • FT Governors' Nominations Committee • FT Governors' Engagement Committee • FT Governors' Standards Committee • West Suffolk Review Working Group • Staff Governors' Group <p>The table below (Appendix 1) summarises the membership of governors in the Council of Governors' sub-committees and working groups.</p> | | |
| Action required / Recommendation: | The Council of Governors is asked to note the summary report. | | |
| Previously considered by: | None | | |
| Risk and assurance: | n/a | | |
| Equality, diversity and inclusion: | n/a | | |
| Sustainability: | n/a | | |
| Legal and regulatory context: | NHS Act 2006, West Suffolk NHS Foundation Trust Constitution | | |

APPENDIX 1:

FT COUNCIL OF GOVERNORS' NOMINATIONS COMMITTEE

| | |
|----------------------|---|
| Members | |
| Carol Bull | Partner Governor |
| Jude Chin | Chair (Committee Chair) |
| Jane Skinner | Public Governor |
| Liz Steele | Public Governor (Lead Governor) |
| Clive Wilson | Public Governor |
| Martin Wood | Staff Governor |
| In attendance | |
| Ruth Berry | FT Office Manager |
| Richard Jones | Trust Secretary & Head of Governance |
| Jeremy Over | Executive Director Workforce & Communications |
| Pooja Sharma | Deputy Trust Secretary |

FT COUNCIL OF GOVERNORS' ENGAGEMENT COMMITTEE

| | |
|----------------------|--------------------------------------|
| Members | |
| Carol Bull | Partner Governor |
| Allen Drain | Public Governor |
| Robin Howe | Public Governor |
| Sarah Judge | Staff Governor |
| Ben Lord | Public Governor (Committee Chair) |
| Laraine Moody | Partner Governor |
| Margaret Rutter | Public Governor |
| Liz Steele | Public Governor (Lead Governor) |
| In attendance | |
| Ruth Berry | FT Office Manager |
| Richard Jones | Trust Secretary & Head of Governance |
| Pooja Sharma | Deputy Trust Secretary |

FT COUNCIL OF GOVERNORS' STANDARDS COMMITTEE

| | |
|----------------------|--------------------------------------|
| Members | |
| Carol Bull | Partner Governor |
| Jude Chin | Chair (Committee Chair) |
| Amanda Keighley | Staff Governor |
| Adrian Osborne | Public Governor |
| Liz Steele | Public Governor (Lead Governor) |
| In attendance | |
| Ruth Berry | FT Office Manager |
| Richard Jones | Trust Secretary & Head of Governance |
| Pooja Sharma | Deputy Trust Secretary |

FT COUNCIL OF GOVERNORS' WEST SUFFOLK REVIEW WORKING GROUP

| | |
|----------------------------|--|
| Members - Governors | |
| Rachel Darrah | Staff Governor |
| Allen Drain | Public Governor |
| Rebecca Hopfensperger | Partner Governor |
| Ben Lord | Public Governor |
| Jayne Neal | Public Governor |
| Liz Steele | Public Governor (Lead Governor) |
| Clive Wilson | Public Governor (WSR Chair) |
| Martin Wood | Staff Governor |
| Members - Directors | |
| Craig Black | Interim Chief Executive |
| Richard Davies | NED/Senior Independent Director |
| Jeremy Over | Executive Director of Workforce and Communications |
| In attendance | |
| Ruth Berry | FT Office Manager |
| Richard Jones | Trust Secretary & Head of Governance |
| Pooja Sharma | Deputy Trust Secretary |

FT STAFF GOVERNORS' GROUP




| | |
|------------------------|--|
| Staff Governors | |
| Rachel Darrah | Staff Governor |
| Louisa Honeybun | Staff Governor |
| Sarah Judge | Staff Governor |
| Amanda Keighley | Staff Governor |
| Martin Wood | Staff Governor |
| In attendance | |
| Ruth Berry | FT Office Manager |
| Richard Jones | Trust Secretary & Head of Governance |
| Jeremy Over | Executive director of workforce and communications |
| Pooja Sharma | Deputy Trust Secretary |
| Liz Steele | Lead Governor |

13. Appointment of Lead Governor

To receive the results of the election

To inform

Presented by Richard Jones

| WSFT Council of Governors Meeting | | | |
|---|--|---|---|
| Report title: | Election of lead governor | | |
| Agenda item: | 13 | | |
| Date of the meeting: | 10 November 2022 | | |
| Sponsor/executive lead: | Richard Jones, Trust Secretary & Head of Governance | | |
| Report prepared by: | Richard Jones, Trust Secretary & Head of Governance Pooja Sharma, Deputy Trust Secretary | | |
| Purpose of the report: | | | |
| For approval <input type="checkbox"/> | For assurance <input type="checkbox"/> | For discussion <input type="checkbox"/> | For information <input checked="" type="checkbox"/> |
| Trust strategy ambitions |  |  |  |
| Please indicate Trust strategy ambitions relevant to this report. | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |
| Executive summary: | <p>An email ballot was called on 21 Oct 2022 seeking nominations for the lead governor role.</p> <p><u>Eligibility to stand</u> The eligibility criteria for standing being (a) a public governor; and (b) not being in the third term of office as a governor.</p> <p><u>Responsibility of the role</u> In the past, the regulator has acknowledged that the term Lead Governor has created some confusion: it did not intend the person holding this role to 'lead' the Council of Governors or assume greater power or responsibility than other Governors. Governors should always remember that the Council of Governors as a whole has the responsibilities and powers in statute, and not individual Governors. It is the Council of Governors who should vote on or otherwise decide who the Lead Governor will be. The responsibilities of the lead governor are set out in Annex A. A separate role specification is not produced for the deputy lead governor as they effectively take on the same responsibilities if the lead governor is absent for any reason.</p> <p><u>Election process and results</u> Two nominations were received and the candidate statements were circulated to all governors for e-voting.</p> <p>Thanks are noted to all governors for their engagement in the process but in particularly those who stood for election. Jane Skinner received the highest number of votes and is duly elected to take up the lead governor role.</p> | | |

| | |
|---|---|
| | <p>Next steps As indicated in the election material the new lead governor will take-up their three-year term from 1 January 2023. This will allow continuity during the CEO recruitment process and an appropriate handover for the role.</p> <p>Now that the position of lead governor has been confirmed nominations for the deputy lead governor post will be opened and a similar ballot undertaken as required. The aim will be to allow both the lead governor and deputy lead governor posts to start at the same time.</p> <p>As this transition takes place it is appropriate to recognise the significant work and achievements of Liz Steele and Florence Bevan in their roles as lead governor and deputy lead governor respectively.</p> |
| Action required / Recommendation: | <p>The Council of Governors is asked to:</p> <ul style="list-style-type: none"> - note the report and next steps - record its thanks to Liz Steele and Florence Bevan for their work in the lead and deputy lead governor roles |
| Previously considered by: | None |
| Risk and assurance: | n/a |
| Equality, diversity and inclusion: | n/a |
| Sustainability: | n/a |
| Legal and regulatory context: | NHS Act 2006, West Suffolk NHS Foundation Trust Constitution |

Annex A: Lead Governor role specification

1. Introduction

The Lead Governor of West Suffolk NHS Foundation Trust (WSFT) will be appointed to carry out the role described in Appendix B of Monitor's FT Code of Governance July 2014 (Annex 1), or any subsequent amendments.

NHS England and Improvement (NHSEI) requires only that the lead governor act as a point of contact between NHSEI and the council when needed. Directors and Governors should always remember that the Council of Governors as a whole has responsibilities and powers in statute, and not individual governors.

This role description will be kept under review and is subject to approval by the Board of Directors and Council of Governors.

2. Key working relationships

Trust Chair, Council of Governors, Trust Secretary, Deputy Trust Secretary, FT Office Manager, Senior Independent Director and NHSEI.

3. Role description

- 3.1 To act as the point of contact between the Governors and NHSEI in circumstances where it would not be appropriate for the Chair of the Board of Directors to contact NHSEI directly, or vice versa
- 3.2 To work with the Chair to facilitate effective relations between the Board of Directors and the Council of Governors. This could include joint meetings/workshops with the Board of Directors and attendance of Non-Executive Directors at Council of Governors meetings
- 3.3 To sit on the Nominations and Remuneration Committee for the purpose of appointing the Chair and other Non-Executive Directors and discussing remuneration including allowances and other terms of office
- 3.4 To contribute to the Chair's annual appraisal, including receiving comments from Governors not directly involved in the appraisal process
- 3.5 To meet with the Chair to help plan and prepare for Council of Governors meetings
- 3.6 To chair meetings of the Council of Governors which cannot be chaired by the Trust Chair, Deputy Chair or other Non-Executive due to a conflict of interest. These occasions are likely to be infrequent
- 3.7 Chair informal Governor-only meetings, if required
- 3.8 To ensure a process is in place to understand the views of all Governors
- 3.9 To help ensure a process is in place to support new Governors
- 3.10 To help ensure that Governors comply with the Council's Code of Conduct.

4. Person Specification

To be able to fulfil this role effectively, the Lead Governor should ideally have some or all of the following attributes:

- 4.1 Have the confidence of Governor colleagues and of members of the Board of Directors
- 4.2 Ability to commit the necessary time to the role
- 4.3 Ability to influence and negotiate at different levels
- 4.4 Ability to present a well-reasoned view on complex issues
- 4.5 Committed to the success of the Foundation Trust
- 4.6 Demonstrate an understanding of the Trust's constitution and how the Trust is influenced by other organisations.

5. Terms and conditions

- 5.1 The Lead Governor will be a public governor who is currently in their elected term of office and will not be eligible to continue in this role if they are not re-elected
- 5.2 Any Governor wishing to stand as Lead Governor will be required to relinquish other responsibilities e.g. committee chair
- 5.3 The term of office for the lead Governor will run until one year after Governor elections *
- 5.4 A Governor will not be eligible to stand for election during their final eligible term of office as a Governor
- 5.5 Removal of the Lead Governor before their term of office is over will require approval by the majority of members at a meeting of the Council of Governors
- 5.6 The role specification of the Lead Governor will be reviewed by Standards Committee of the Council of Governors following engagement with the Board of Directors and the Council of Governors and will include the relevant provisions of Appendix B of the NHS Foundation Trust Code of Governance
- 5.7 If the Lead Governor leaves the role then the Deputy Lead Governor will take up the role until a further Lead Governor election takes place.

* *The timing of the Lead Governor term aims to avoid appointment to the role being held immediately after Governor elections. At this point a new governing body has been formed who will need to work together to understand their role and get to know each other. It is recognised that on occasions election of the Lead Governor may be necessary at this time, but the approach tries to minimise this occurrence.*

Prepared by:
Richard Jones
Trust Secretary
August 2022

Annex 1: The role of the nominated lead governor (Appendix B of Code of Governance)

The lead governor has a role to play in facilitating direct communication between Monitor and the NHS foundation trust's council of governors. This will be in a limited number of circumstances and, in particular, where it may not be appropriate to communicate through the normal channels, which in most cases will be via the chairperson or the trust secretary, if one is appointed.

It is not anticipated that there will be regular direct contact between Monitor and the council of governors in the ordinary course of business. Where this is necessary, it is important that it happens quickly and in an effective manner. To this end, a lead governor should be nominated and contact details provided to Monitor, and then updated as required. The lead governor may be any of the governors.

The main circumstances where Monitor will contact a lead governor are where Monitor has concerns as to board leadership provided to an NHS foundation trust, and those concerns may in time lead to the use by Monitor's board of its formal powers to remove the chairperson or non-executive directors. The council of governors appoints the chairperson and non-executive directors, and it will usually be the case that Monitor will wish to understand the views of the governors as to the capacity and capability of these individuals to lead the trust, and to rectify successfully any issues, and also for the governors to understand Monitor's concerns.

Monitor does not, however, envisage direct communication with the governors until such time as there is a real risk that an NHS foundation trust may be in significant breach of its licence. Once there is a risk that this may be the case, and the likely issue is one of board leadership, Monitor will often wish to have direct contact with the NHS foundation trust's governors, but at speed and through one established point of contact, the trust's nominated lead governor. The lead governor should take steps to understand Monitor's role, the available guidance and the basis on which Monitor may take regulatory action. The lead governor will then be able to communicate more widely with other governors.

Similarly, where individual governors wish to contact Monitor, this would be expected to be through the lead governor.

The other circumstance where Monitor may wish to contact a lead governor is where, as the regulator, we have been made aware that the process for the appointment of the chairperson or other members of the board, or elections for governors, or other material decisions, may not have complied with the NHS foundation trust's constitution, or alternatively, whilst complying with the trust's constitution, may be inappropriate.

In such circumstances, where the chairperson, other members of the board of directors or the trust secretary may have been involved in the process by which these appointments or other decisions were made, a lead governor may provide a point of contact for Monitor.

Accordingly, the NHS foundation trust should nominate a lead governor, and to continue to update Monitor with their contact details as and when these change.




14. Engagement Committee report
(enclosed)

To receive a report from the Engagement
Committee meetings on 11 July & 11
October 2022

For Approval

Presented by Ben Lord

| WSFT Council of Governors Meeting | |
|--|--|
| Report title: | Engagement Committee Report |
| Agenda item: | 14 |
| Date of the meeting: | 10 November 2022 |
| Sponsor/executive lead: | Ben Lord, Public Governor (Chair of Engagement Committee) |
| Report prepared by: | Pooja Sharma, Deputy Trust Secretary / Ruth Berry, FT Office Manager |

| Purpose of the report: | | | |
|---|---|--|---|
| For approval <input checked="" type="checkbox"/> | For assurance <input type="checkbox"/> | For discussion <input type="checkbox"/> | For information <input checked="" type="checkbox"/> |
| Trust strategy ambitions |  |  |  |
| Please indicate Trust strategy ambitions relevant to this report. | <input checked="" type="checkbox"/> | <input type="checkbox"/> | <input checked="" type="checkbox"/> |

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| Executive summary: | <p>BACKGROUND</p> <p>This report, together with attached minutes, provides a summary of discussions that took place at the Engagement Committee meetings on 15 June, 11 July and 11 October 2022.</p> <p>SUMMARY/HIGHLIGHTS</p> <p>The Committee focussed on the following key areas:</p> <ul style="list-style-type: none"> • Ben Lord was appointed as the new chair of the Engagement Committee. The committee congratulated and welcomed the new chair • The committee also welcomed Allen Drain and Margaret Rutter as new committee members • An update on patient engagement was provided and stated that voice group is a patient care representative group which has been through various iterations over the years. Voice group has been involved in other ongoing projects related to dementia patients, cardiology diagnostics programme, patient information and accessible information standard. It was discussed that there should not be duplication of efforts and need to have clarity and connectivity between voice group and engagement committee objectives and terms of reference. There is an opportunity to synchronize and coordinate the work within the two • Ben Lord and Carol Bull provided their reflections from the involvement committee and voice group meetings and said that the committee |
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| | <p>members should get a chance to attend these meetings for others also understand what is being discussed and how strategies are formed and monitored which gives a much deeper level of assurance as governors</p> <ul style="list-style-type: none"> • The committee noted and revisited the proposals for governor engagement which were gathered at the away day on 25 October and meeting on 29 November 2021. A discussion took place on how governors should consider involving in the activities as part of work programme for the year and report to the committee in terms of measuring progress and achievements in those areas • The committee discussed the existing Trust membership leaflet and noted that there is a need to refresh the membership form and leaflet • The committee discussed the list of suggested topics received from the council of governors for summer newsletter • The committee discussed ways of increasing representation of Governors within the Trust and engagement with the public and its members. The Annual Members Meeting in September was noted as a success in relation to this – Governors had a stall this year and the majority attended and were present for attendees to talk to about the Trust. <p>Issue for escalation to Council of Governors</p> <p>The committee wanted to escalate the concern about attendance of meetings, not just this Committee, but CoG meetings/committees in general and a noticeable lower attendance this year.</p> |
| Action required/ recommendation: | The Council of Governors is asked to note the report of the meetings held on 15 June, 11 July and 11 October 2022. |




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| Previously considered by: | n/a |
| Risk and assurance: | n/a |
| Equality, diversity and inclusion: | n/a |
| Sustainability: | n/a |
| Legal and regulatory context: | n/a |

15. Standards Committee report
(enclosed)

To receive a report from the Standards
Committee

To Approve

Presented by Jude Chin

| WSFT Council of Governors Meeting | | | |
|---|--|--|---|
| Report title: | Standards Committee report | | |
| Agenda item: | 15 | | |
| Date of the meeting: | 10 November 2022 | | |
| Sponsor/executive lead: | Jude Chin, Trust Chair | | |
| Report prepared by: | Richard Jones, Trust Secretary & Head of Governance Ruth Berry, FT Office Manager | | |
| Purpose of the report: | | | |
| For approval <input checked="" type="checkbox"/> | For assurance <input type="checkbox"/> | For discussion <input type="checkbox"/> | For information <input checked="" type="checkbox"/> |
| Trust strategy ambitions |  |  |  |
| Please indicate Trust strategy ambitions relevant to this report. | <input type="checkbox"/> | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| Executive summary: | <p>The Standards Committee of the Council of Governors met on 17 August and 26 October. The following summarises discussions that took place:</p> <ul style="list-style-type: none"> • Virtual meeting etiquette – a draft was considered outlining expectations and behaviours for virtual meetings. The updated version is attached for the Council to approve (Annex A – to follow), this will be incorporated into the Governor Handbook and referenced as part of the agenda of virtual meeting • Terms of reference and work programme – the committee reviewed its terms of reference and work programme. The terms of reference are attached for approval by the Council (Annex B). The work programme will be maintained as a live document to reflect new issues. • Good governance institute report – the committee received the report and reviewed feedback from governors and board members on its content. A full copy of the report is appended to the meeting papers for the Council. <p>The report's recommendations were reviewed, and a draft action plan considered in detail and updated to reflect the discussions. The response to the report was aligned to the existing Council subcommittees and the timely response to the actions. The Standards committee will maintain oversight of the action plan and progress delivered by it and the other committees of the Council. This will be reported following each meeting to the full Council.</p> | | |

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| | <p>Early action will be taken to commission a training needs analysis of governors to inform future development sessions.</p> <ul style="list-style-type: none"> • Governor attendance – the committee received a report summarising governor attendance at meetings. The constitution states that if a governor misses three consecutive meetings, they are to be removed unless extenuating circumstances are accepted. <p>It was agreed the attendance levels for one governor to be followed-up and the outcome of this discussion will be further considered by the committee.</p> <p>The importance of attending meetings to be flagged at the Council meeting through this report.</p> <ul style="list-style-type: none"> • Governor induction and training – as part of the programme for 2023 an externally facilitated session will be sourced for early 2023. Options for external facilitators to be considered. The programme of the event will be informed by the skills audit. <p>Enclosures: Annex A - Virtual meeting etiquette – to follow Annex B – Terms of reference Annex C – GGI report action plan</p> |
| Action required / Recommendation: | <p>The Council of Governors is asked to note the report and approve:</p> <ul style="list-style-type: none"> - Virtual meeting etiquette - Terms of reference - GGI report action plan |
| Previously considered by: | None |
| Risk and assurance: | n/a |
| Equality, diversity and inclusion: | n/a |
| Sustainability: | n/a |
| Legal and regulatory context: | NHS Act 2006, West Suffolk NHS Foundation Trust Constitution |

VIRTUAL MEETING ETIQUETTE

Sources: Bond Collective group [blog](#) and Airgram [article](#)

1) If you can't make it, tell someone

Just as with face to face meetings, if you can't make a scheduled virtual meeting, ensure you decline the invite and/or give your apologies to the organiser – that way the meeting doesn't get delayed waiting for someone who isn't coming.

2) Behave as you would in person

If you were in a face to face meeting, you wouldn't take a phone call or eat a biscuit while the presenter was talking. You wouldn't show up without trousers on or in gym gear, and you wouldn't bring your pets or your children.

3) Keep track of your mute status

This one should be obvious, but even as virtual meetings have become more standard, muting and unmuting at the proper time is still a problem.

If you're not talking, commenting, or presenting, keep your microphone muted.

We all need to be kind if someone accidentally forgets to unmute – if you haven't done it yourself, it's only a matter of time!

4) We want to see your face

Unless you are attending a virtual meeting with a very large number of invitees (50+), please keep your camera on – having your camera on allows others to interact with you in a more natural way, as they can see your facial expressions.

Emergencies do occur — it's inevitable — and you will have to get up and excuse yourself for a moment from time to time (an unexpected doorbell for example).

In those cases, virtual meeting etiquette all but demands turning off your video before you get up to deal with the situation and popping a message in the chat can be helpful for others in the meeting.

5) Keep your background clean and professional

Another useful piece of virtual meeting etiquette that we should all abide by is to keep whatever is behind us clean, clear, and professional.

That means not setting up in a coffee shop with customers coming and going behind you.

That means pointing your camera toward a clean, or blank wall whenever possible. Good light also helps but is not always possible. Utilise the blur feature or virtual background options.

6) Dress appropriately

Dress as though you were meeting face to face - it doesn't matter if you're the host or an attendee.

7) Use a good microphone

Ensure you use a good microphone for your phone, tablet, laptop, or desktop computer.

Built-in microphones — be they on laptops, mobile devices, or external webcams — are not of the best quality. Plus with those options, you're usually sitting quite a way away from the mic itself.

Under those circumstances, the microphone may cut out while you're talking or be just plain hard for other attendees to hear. That said, you don't have to purchase a studio-quality microphone or the most expensive model. Just simple headphones/earphones sets will suffice. If you need to loan a Trust microphone/headset, let us know.

8) Silence phones and other noises

Another valuable piece of etiquette advice is to silence phones and other noises that could occur and distract from the proceedings.

You might not think about these noises during your normal day, but, should they occur while your microphone is on, they can cause others in the meeting to lose focus and forget what you or the speaker said.

9) Learn the software controls

You don't have to be an expert, but get comfortable with the more common controls of the meeting software. Those basics include being able to:

Join/leave the meeting

Change your screen name

Mute/unmute your mic

Turn your video on and off

Raise your hand

If you're hosting the virtual meeting, you'll also need to know how to perform tasks such as sharing your screen and your computer sound (for videos), admitting participants to the meeting, removing participants, setting up breakout rooms, lowering all hands, and muting all mics.

Created by Ruth Berry, Foundation Trust Office Manager, WSFT October 2022

FT Governors' Standards Committee Terms of Reference

1. Purpose of the Committee

- 1.1 The Standards Committee is a sub-committee of the Council of Governors.
- 1.2 The purpose of the Standards Committee is to take responsibility to review issues relating to standards and governance of the Council. Part of this remit would be to review the constitution and specifically consider membership of the Council in terms of number of seats and partner organisations.

2. Level of Authority

- 2.1 The Standards Committee has delegated authority from the Council of Governors to deliver its key duties and responsibilities. The committee will have authority to establish sub-groups/committees reporting to it. It shall remain accountable to the Standards Committee for the work of any group reporting to it.
- 2.2 The committee has authority to make processes and procedures.

3. Duties and responsibilities

- 3.1 The Standards Committee shall undertake the following making recommendations for any changes or action to the Council of Governors:
 - **Constitution:** review and development Trust Constitution, including membership area, constituencies and membership of the Council in terms of number of seats and partner organisations
 - **Code of conduct:** review of code of conduct to ensure the code supports a culture of fairness, openness and learning
 - **Procedure for Managing Governor Conduct and Expected Standards:** review the code of conduct for the Council of Governors, the procedure for managing governor conduct and expected standards and to ensure that the procedure is followed when it is alleged that a governor's conduct has not been in accordance with the code and expected standards. In cases where a formal investigation is required, it shall also sit as the panel to hear the outcome of that investigation
 - **Governors elections:** plan and implement legal and effective election procedures to yield a diverse field of candidates
 - **Governor induction and training:** ensure a programme is in place to support new Governors and maintain the required levels of knowledge and competence for all Governors
 - **Governors' attendance:** review non-attendance at meetings and consider mitigating circumstances
 - **Governance arrangements:** to consider arrangements for the working of the Council, including responding to relevant external reviews e.g. Good Governance Institute (GGI).

4. Membership

4.1 Membership of the Committee will comprise:

- Trust Chair
- Lead Governor
- Staff Governor
- Public Governor
- Appointed Governor

The Governors may nominate a chair when both chair and lead governor are absent. Additional members may be co-opted to the committee as necessary.

Representatives from the Trust may also be in attendance at meetings, including the Trust Secretary, Deputy Trust Secretary, Foundation Trust Office Manager, and others as required.

5. Quorum

5.1 The number of members required for a quorum shall be three.

Deputies appointed by the governors from the council of governors will be counted for the purposes of the quorum.

6. Frequency of meetings

6.1 Meetings will normally be held no more than quarterly.

7. Sub Committees

7.1 None established.

8. Arrangements for meetings and circulation of minutes/Administrative support

8.1 The Committee shall be supported by Foundation Trust Office.

9. Accountability and reporting arrangements

9.1 The Standard Committee will be accountable to the Council of Governors

9.2 The Standard Committee will report to meetings of the Council of Governors on its activities. The Committee Chair shall provide a report to the Council of Governors after each meeting to the outlining areas of key discussion and any actions taken or issues for escalation.

9.3 The minutes of the committee meetings shall be formally recorded and submitted to the next meeting of the Standard Committee.

10. Monitoring effectiveness and compliance with terms of reference

10.1 The committee shall carry out an annual review of its effectiveness against its terms of reference.

11. Ratification of terms of reference and review arrangements

- 11.1 The Terms of Reference shall be reviewed annually and submitted to the Council of Governors for approval.

Date approved by the Standards Committee: 17th August 2022

Date approved by the Council of Governors:

Next review date: September 2023

ACTION SHEET FOR GGI REPORT RECOMMENDATIONS – Ongoing from September 2022

In order of scheduled completion date

| Ref | Recommendation | Response | Action by | Completion date |
|-----|---|---|---------------------|---|
| R1 | The Trust should undertake a governor knowledge and skills audit, to inform the governor development programme for the forthcoming year. | <ul style="list-style-type: none"> • Create a knowledge & skills survey for governors – opportunity for governors to highlight areas of interest they have in the Trust • Collect information about governor skill sets to inform future roles and focus, but also potentially skills gaps which need to be developed • Share proposal at CoG meeting using tested model with balanced focus between technical responsibilities and qualities/behaviors (skills) • Propose that this forms part of the responsibility of the standards committee, to sit alongside and inform its consideration of training and development | Standards committee | Nov 2022 Audit completed |
| R7 | Governors should have the opportunity to observe NEDs in board committee meetings, in order to witness their contribution to the conduct of the meeting and the level of challenge they present to trust directors. | <ul style="list-style-type: none"> • Develop a proposal which supports Governors to observe Board and relevant assurance committees to provide greater oversight of board and NED activities <ul style="list-style-type: none"> ○ Set out clear expectation of observer role – for governors, chair, NEDs and Execs • To form part of the standards committee responsibility to develop this approach. This will be underpinned by a framework and guidance to support Governors and committee members on the expectations of how these activities will be conducted and reported | Standards committee | Jan 2023 Procedure in place and process to provide rotating observation role for governors |

| Ref | Recommendation | Response | Action by | Completion date |
|-----|--|---|----------------------|--|
| R8 | The CoG should develop a clear rationale for its committee(s) and working groups and regularly revisit their effectiveness and fitness for purpose. | <ul style="list-style-type: none"> CoG should set a regular review schedule for its committees and working groups, to ensure their effectiveness and whether they are still fit for purpose The Standards committee will develop a framework and templates for this work which will set out requirements for each committee/working group to undertake and report (at least) annual self-assessment | Standards committee | Jan 2023 Template in place with reporting schedule |
| R2 | The Trust should devise and deliver a comprehensive, topical and varied development programme each year, reflecting the needs of the governors and the Trust. | <ul style="list-style-type: none"> Create a schedule of training opportunities available and update/circulate throughout the year Informed by training audit (R1) – balance focus between technical responsibilities and qualities/behaviors (skills) Structured programme: <ul style="list-style-type: none"> Face-to-face training day Targeted topic-based sessions Development sessions (monthly) The focus within the aspiration comments of the report were entirely focused on ICS To form part of the standards committee responsibility to review, development and undertake an annual assessment of need | Standards committee | Feb 2023 Programme for 2023 prepared for CoG |
| R4 | The Trust should support the CoG to develop a recruitment strategy, giving particular attention to the female / male ratio and BME representation among other factors. | <ul style="list-style-type: none"> Look at current engagement and recruitment processes and ensure they are aligned with Trust diversity policy Work with partners to target engagement to diverse population including ICS, Healthwatch Suffolk and voluntary organisations Propose that this forms part of the responsibility of the engagement committee | Engagement committee | Feb 2023 Programme of engagement events, including focus on diversity |

| Ref | Recommendation | Response | Action by | Completion date |
|-----|--|--|----------------------|--|
| R5 | The Trust should review the level of support it currently provides the CoG and how this may be enhanced to ensure the CoG may operate effectively and meet its statutory responsibilities. | <ul style="list-style-type: none"> • A measure of need and success will be progress with development and delivery of these recommendations alongside other activities of CoG • A targeted response will be taken to address the issues set out in the report: <ul style="list-style-type: none"> ○ Increase governor profile on WSH website – include bios/pictures and increase presence in other forms of communication - o staff and public • Ensure governors are invited to be involved in planning/supporting member and public events | Engagement committee | Feb 2023 Website update and procedure for governor invites in place |
| R6 | The Trust should have a 'Policy for Engagement' between the Board and the CoG, which clearly sets out how the two bodies will interact with one another for the benefit of the Foundation Trust. | <ul style="list-style-type: none"> • To form part of the standards committee responsibility for development, as part of its work on practices and behaviors as well as training/development to support Governors in undertaking their role. To include: <ul style="list-style-type: none"> ○ Clarify roles and responsibilities of Board & CoG and indicate the information flow between them ○ Confirm the involvement of governors in forward planning ○ Clarify role governors play in holding NEDs to account ○ Set out process should governors have for concerns about Board performance, compliance with the license or welfare of the Trust ○ Set out process should governors have significant concerns about the performance of Chair or NEDs • Incorporate response to these points into the training programme and as part of the updated Governor Handbook (to be reviewed by the standards committee annually) • What does 'good' look like in terms of the working relationship? | Standards committee | Feb 2023 Programme for 2023 prepared for CoG |

| Ref | Recommendation | Response | Action by | Completion date |
|-----|---|---|----------------------|--|
| R3 | The Trust should consider whether public governors should represent the interests of a defined geographical area within the Trust's catchment area. | <ul style="list-style-type: none"> • How representative of the area is our membership and our council? Based on these findings, consider what action is required • Options for this to be considered, including: <ul style="list-style-type: none"> ○ No further action required – existing arrangements considered adequate ○ Structure engagement events across our geography supported by a rotating set of governors ○ Develop engagement activities to cover the membership area (focused to membership numbers) ○ Allocate governors to geographical areas to have an oversight of engagement activities and needs for targeted work engagement activities (not solely responsible for delivery) | Engagement committee | <p>May 2023</p> <p><i>This was felt to be a lower priority in the current climate and other priorities</i></p> |




16. Lead Governor report (enclosed)

To receive a report from the Lead
Governor

To Note

Presented by Liz Steele

| WSFT Council of Governors Meeting | |
|-----------------------------------|---------------------------|
| Report title: | Lead Governor Report |
| Agenda item: | 16 |
| Date of the meeting: | 10 November 2022 |
| Sponsor/executive lead: | Liz Steele, Lead Governor |
| Report prepared by: | Liz Steele, Lead Governor |

| Purpose of the report: | | | |
|---|---|--|---|
| For approval <input type="checkbox"/> | For assurance <input type="checkbox"/> | For discussion <input type="checkbox"/> | For information <input checked="" type="checkbox"/> |
| Trust strategy ambitions |  |  |  |
| Please indicate Trust strategy ambitions relevant to this report. | <input type="checkbox"/> | <input type="checkbox"/> | <input checked="" type="checkbox"/> |

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| Executive summary: | <p>I must first of all thank you all for your loyal support during my time as Lead governor. It has been a very full and somewhat unusual experience with a pandemic, a review, and an almost complete change of executives. I will miss the role very much as well as the very effective coworking relationship that Florence and I shared.</p> <p>Thank you Florence for giving me the support and questioning that is necessary in any team. I will support the new Team in their roles so that the governing body can continue to offer the level of challenge and insight that is fundamental to our work.</p> <p>I have continued my meetings with Jude, our chairman since our last CoG meeting. Florence and I meet with him once a month and raise any issues that have been brought to our attention or which we feel will need answering.</p> <p>I apologise that we had to delay our face-to-face informal meeting with the NEDs, but it was felt that as it was going to be the hottest day on record, that it would not be sensible to possibly add to the pressures at the hospital with people coming out in the heat. Since that time, we have held a very successful informal meeting with the NEDs, we were able to ask many questions and to get very full answers, where necessary issues were taken away to be dealt with. I am very happy to say that following a very successful 3 days we were able to appoint 5 new NEDs and I welcome them on behalf of all the governors.</p> <p>One of the topics often raised with Florence and me is communication. I have been very pleased to receive the email updates sent out to all governors alerting us to the Media communications that have happened. This has been greatly</p> |
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improved and my hope is that we continue to receive these. My request is that if there is an issue that may cause concern to Governors then we receive it as soon as it is known, which will hopefully be before it is released.

It is good, once again, to be able to attend the Board Meetings. The agenda has been adjusted to include a patient story at the beginning. This is a useful insight into patient stay within the hospital, both good and bad. Being present at the board gives us the opportunity to see the work of the board and the work undertaken by the NEDs.

I met with Jo Churchill M.P. and Craig Black in July. She was catching up on the progress of the Future system and other concerns within the hospital. It is good to have the support of our M.P. although with the present changes within the government any support may be limited at this time.

We have received the report from the Good Governance team who have been working with us. The focus groups have provided an insight into the viewpoints of governors. The observations at meetings will have provided information on the work of the Council as a whole. This work will bring us in line with the Board who have had a similar process and are now working on the findings. The findings and suggestions for action have been presented to the governors for their thoughts, they have also been thoroughly reviewed by the Standards Committee. They have made many observations and one of these was that the report needed to be reviewed again for spelling and grammatical mistakes. This has now happened. An action plan will be presented at our CoG meeting.

I attended the Staff Governors meeting recently. One of the concerns from them was the number of meetings that were taking place. There have been an increased number for some members, and this relates to the extra work for the nominations committee with the process of appointments and other 'catch up' scenarios or the setting up of the two new committees. The welcome introduction of the briefing sessions has also increased the number of meetings. These have been extremely valuable but in discussion with Richard it has been decided to have these bimonthly and still use teams for these.

We are all aware of the pressure on all hospitals and in particular the Emergency departments. I would like to express our thanks to **all** the staff in the hospital who are doing their best to care for our patients and their families.

My thanks also go to Pooja and Ruth who have been extremely busy attending meetings and producing the necessary paperwork for these. Pooja had been covering two roles for a time but even with this extra load, she has kept me updated with all the correspondence and dates that have been needed for governors.

Thank you to all of you who have answered the call to volunteer for a specific role. These roles are very important. I attended the Outpatients and Stroke ward recently as 15 steps walk through. I found it very worthwhile and was very pleased to be able to support staff members with things that were requested.

We held the Annual Members meeting and it was a very successful and appreciated event. Many of us received comments from the members who attended as well as members of the public who were then able to get their Covid jab. I have asked for the small speech that I made to be included (*see below*) so that those of you unable to attend will have a chance to read it.

It has been suggested that along with the meeting protocol document, that there should be a pattern for meetings. Small committee meetings and briefings will be held via Teams but larger meetings such as CoG and Board are face to face. Details of this will follow shortly, I am sure.

I will be part of the panel for the interviewing and hopefully appointing our new substantive C.E.O. I have been part of a group working on this and it will be very pleasing to have this achieved as we move forward in so many ways.

Once again, my thanks to you all present and past who have been part of our Council of Governors.

Liz Steele, Lead Governor.

Speech from AMM from Lead Governor – 26 September 2022

It is such a pleasure to be talking to you face to face this year. Last year it was a surreal experience to talk to you online, in an office on my own. We have all got memories of the events over the last two years, but above all of this I must say, on behalf of myself and the governors, a huge thank you to all our staff at the Trust who have worked so hard to ensure that we offered the best care and compassion to all patients and their families through the difficult years of the pandemic.

During the last year the governors have continued their role overcoming all obstacles. We have embraced the technology, even if at times we virtually stood on our heads to ensure connection! Since our meeting last year there have been many challenges and events that have and will continue to shape the future of the trust.

Last year at this time we were still awaiting the results of the external review. For those of you who may not know, this was an independent review commissioned by NHS England into whistleblowing and patient safety at the Trust. The executive and NEDs had already begun the process of developing a new set of behaviours and values for the Trust, alongside a new five-year strategy, which was launched earlier this year, as well as an organisational development plan to address some of the issues raised in the review. There have been a number of actions taken on the back of the review, including the introduction of new Freedom to Speak Up Guardians, with a new 40 strong team of champions to help staff to raise concerns and issues. The Trust has also invested in and grown the patient safety and quality improvement teams. As Governors we have received regular briefings and updates about these new initiatives, or ongoing issues that would fall within our role as a Council of Governors.

The review triggered changes within the board that have involved many hours of extra meetings for the Council of Governors. On the resignation of our Chair, we had to begin the process to appoint an interim chair and then the appointment of a substantive chair. Jude Chin was appointed Interim Chair. We were unable to appoint a substantive chair following the procedure so, following his agreement, we have appointed Jude to be substantive Chair for one year to allow stability and the process of appointing other positions to take place. I thank him for taking forward this role.

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| | <p>I use the words 'TAKING FORWARD' sincerely as although there was much learning, and still is, from the review we need to move on. We have much to be positive and excited about.</p> <p>Plans for our new hospital has involved us all in group discussions. We have been contributing thoughts from ourselves but also from the people we represent as governors.</p> <p>We have begun once more to visit wards and departments in the hospital. We are able to be 'an outside' view and can observe and support those working within the hospital. This process has been enhanced and offers departments supporting each other with suggestions and observations.</p> <p>The governors have continued their statutory duties of appraising the Non-Executive Directors and Chair and last week, after three days of interviewing, we were able to appoint 5 new Non-executive Directors. These new NEDs come to us with a vast array of NHS and public sector experience and will play a key role in helping move the organisation forward positively.</p> <p>We must also look to the future as governors and to embrace change we have, ourselves, undergone scrutiny by an outside body. This process will help us to continue with our duties but also embrace new ways of thinking and new ways of doing.</p> <p>Being a governor is a very rewarding role. I have been a governor for nearly 8 years and during that time I have worked with many different people from across the west Suffolk community. It has been a pleasure and a privilege. We are the eyes and ears of the public but for many of us we are also service users. We want the best we can have despite the obstacles.</p> <p>We know how hard it has been for everyone, not only with Covid but also the state of our West Suffolk Hospital buildings. The expert knowledge of our estates team has meant that, despite the unsettling nature of it all, we can decant wards, repair, and return to a much-improved environment whilst waiting for our new building to be built.</p> <p>The trust have staffed members of the team to help with the vaccination programme, which I am sure will be ongoing for some time.</p> <p>Our community team continue to work very hard to support those within their homes so that, where possible, hospital admission can be kept to a minimum.</p> <p>As governors we have been looking at the role we play in engagement, and as such we are working hard to encourage new members to join the Trust. Our partner governors cover a breadth of ages within the community within their role and we hope to expand our membership in this way.</p> <p>We are also working to re-introduce the specialist talks on different topics as soon as we can and governors will be there to welcome you.</p> |
| Action required/ recommendation: | The Council of Governors is asked to note the report. |

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| Previously considered by: | n/a |
|----------------------------------|-----|

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|---|-----|
| Risk and assurance: | n/a |
| Equality, diversity and inclusion: | n/a |
| Sustainability: | n/a |
| Legal and regulatory context: | n/a |

17. Staff Governor report (enclosed)

To receive a report from the Staff




Governors meetings on 10 July & 18

October 2022

To Note

Presented by Martin Wood

| WSFT Council of Governors Meeting | |
|-----------------------------------|-------------------------------|
| Report title: | Staff Governors Group Report |
| Agenda item: | 17 |
| Date of the meeting: | 10 November 2022 |
| Sponsor/executive lead: | Staff Governors |
| Report prepared by: | Ruth Berry, FT Office Manager |

| Purpose of the report: | | | |
|---|---|--|---|
| For approval <input type="checkbox"/> | For assurance <input type="checkbox"/> | For discussion <input type="checkbox"/> | For information <input checked="" type="checkbox"/> |
| Trust strategy ambitions |  |  |  |
| Please indicate Trust strategy ambitions relevant to this report. | <input type="checkbox"/> | <input checked="" type="checkbox"/> | <input type="checkbox"/> |

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| Executive summary: | <p>Issues raised by staff governors were reviewed and discussed at the quarterly staff governor meetings on 19th July and 18th October 2022; which were attended by Sarah Judge, Amanda Keighley, Martin Wood, Rachel Darrah, Liz Steele, Jeremy Over, Louisa Honeybun (18th October only), Richard Jones & Pooja Sharma (19th July only).</p> <p>The following was highlighted:</p> <ul style="list-style-type: none"> • Margo Elsworth had stepped down as a staff governor • A new staff governor was elected, Louisa Honeybun, in September • The staff governors have been approached by the staff to draw attention to the concerns around mileage, expenses and cost of living and if there is anything that can be done to assist them • Cost of living has significantly gone up which is upsetting for the staff • It was indicated that there is potential impact on the recruitment, because of community rotation being offered, some people don't actively pursue posts with the Trust because of the potential of being moved into community posts • It was agreed that clarification will be sought in terms of where the Trust is around liaising with the supplier for the expenses system and what the contract generally includes |
|---------------------------|---|

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| | <ul style="list-style-type: none"> • It was agreed that further information and clarification will be sought in terms of current mileage rates. It was discussed that if there was anything else that can be done for staff around the mileage in terms of current process around making things simpler for them to claim, making sure they are claiming and getting the right rates. • It was indicated that staff are less aware of impact of salary sacrifice on gross salary and organisation's contribution towards pension. It was requested that there should be communication across organisation to make staff aware of this information maybe a guide or an instruction manual on the intranet for staff as a reminder to the claim process. • The staff governors were briefed on the car parking charges and at what point they might be reintroduced. There would be a paper presented to the open board on 22 July to make recommendations to the board for free staff car parking on the WSH site until the end of the financial year. In the report it was also recommended that the free hot drinks will also come to an end from the beginning of September. There were discussions if any consideration can be given to some other subscriptions for staff in the community. • The staff governors expressed their concerns on the number of meetings/briefings that staff governors are expected to attend and expected level of commitment in terms of time and attendance in the meetings. It was stated that increasing number of Governors' meetings has been challenging to keep a balance between work and family. • It was noted that the discussions were going on regarding scheduling of meetings and to develop some principles about what is being achieved like how many times is it reasonable that the whole council of governors should meet and recognising that there are sub-committees/working groups within that which meet periodically. Consideration will be given to how meetings can be spread over the month/s and duration of the meetings to make it as reasonable as possible for the governors to attend. • The staff governors brought concerns that have been made regarding the change in uniform for patient facing staff – the introduction of scrubs (a one size fits all option, that leads to not fitting most well). Concerns were raised regarding the staff consultation process and the response to feedback. It was acknowledged that having colours for different staff was helpful for patients, but some departments don't delineate between staff, so can lead to confusion. |
| Action required/ recommendation: | The Council of Governors is asked to note the report. |

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| Previously considered by: | n/a |
| Risk and assurance: | n/a |
| Equality, diversity and inclusion: | n/a |
| Sustainability: | n/a |




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|--------------------------------------|-----|
| Legal and regulatory context: | n/a |
|--------------------------------------|-----|

18. Council of Governors forward plan
(enclosed)

To review progress and consider next
steps

To Review

Presented by Richard Jones

| WSFT Council of Governors Meeting | | | |
|---|--|--|--|
| Report title: | Governors' Development Programme 2022-2023 Draft forward planner 2023-24 | | |
| Agenda item: | 18 | | |
| Date of the meeting: | 10 November 2022 | | |
| Sponsor/executive lead: | Richard Jones, Trust Secretary & Head of Governance | | |
| Report prepared by: | Richard Jones, Trust Secretary & Head of Governance Pooja Sharma, Deputy Trust Secretary | | |
| Purpose of the report: | | | |
| For approval <input checked="" type="checkbox"/> | For assurance <input type="checkbox"/> | For discussion <input checked="" type="checkbox"/> | For information <input checked="" type="checkbox"/> |
| Trust strategy ambitions |  |  |  |
| Please indicate Trust strategy ambitions relevant to this report. | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |
| Executive summary: | <p>In the previous meetings, Council of Governor Priorities 2022-23 were briefed as follows:</p> <ul style="list-style-type: none"> • Meet Statutory Requirements and Code of Governance principles • Establish a constructive and positive working relationship with the Board of Directors • Improve governor involvement in and understanding of the Trust's strategic priorities, significant risks to their achievement and related plans • Establish a post-pandemic programme of work for engaging with members and the public, linked to the launch of the Trust Strategy 2021-26 and the enabling strategies that will cascade from it <p>To achieve the set priorities, it was proposed that the following work programme would run across 2022-23 for WSFT Governors to include various briefing and development sessions.</p> <p>The table below (Appendix 1) summarises the Governors' Development Programme 2022-2023. Governors' Work Development 2023-24 will be brought to the Feb 2023 meeting for discussion, taking into account the finding of the forthcoming skills audit.</p> <p>We have also attached the draft forward planner 2023-24 (Appendix 2) for the CoGs meetings for discussion and approval.</p> | | |

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|---|---|
| | <p>The forward planner has been developed with engagement from various colleagues and it is important to note that this is a live document that will be frequently reviewed and amended, this is the first presentation to the CoGs and is not an exhaustive list of items.</p> <p>The planner will be regularly reviewed at the CoGs meetings and a standing item at future CoGs meetings.</p> |
| Action required / Recommendation: | <p>The Council of Governors is asked to review progress of the current development programme (this will be reviewed at each meeting to consider progress and possible amendments).</p> <p>The Council of Governors is also asked to review the forward plan 2023-24 and provide any feedback or comment to the Trust Secretary/Deputy Trust Secretary.</p> |
| Previously considered by: | None |
| Risk and assurance: | n/a |
| Equality, diversity and inclusion: | n/a |
| Sustainability: | n/a |
| Legal and regulatory context: | NHS Act 2006, West Suffolk NHS Foundation Trust Constitution |

Appendix 1

| Timing | Themes | Rationale | Led by |
|-------------|--|--|---|
| TBC | Briefings on the ICB and provider collaboration | Interests of members and the public | ICB partners/Chair/Trust Secretary |
| TBC | Constitution and structure/format of the CoGs | Interests of members and the public | Standards Committee / Trust Secretary |
| 17 Jan 2023 | Follow up session on Future Systems Programme | Holding the NEDs to account for the performance of the Board | CEO / others as agreed |
| Feb 2023 | Health and Care Act 2022 Implications (inc next steps for Integrated Care Systems – this will depend on the timing of legislative change) RAAC update/ Updates on emerging priorities/ programme for rest of year | Interests of members and the public | Chief Executive, Director of Resources, Trust Secretary |
| Mar 2023 | Living the Trust Values | Interests of members and the public | Chief Executive, Director of Workforce, FTSU Guardians |

WSFT COUNCIL OF GOVERNORS' FORWARD PLANNER 2023-24

| | | Feb | May | Sept | Nov | |
|--|-----------------|-----------------|-----------------|-----------------|-----------------|--------------------------|
| Date | | 07/02/23 | 04/05/23 | 04/09/23 | 07/11/23 | |
| Deadline for papers (8 days before paper circulation) | | 19/01/23 | 17/04/23 | 14/08/23 | 20/10/23 | |
| Venue | | TBC | TBC | TBC | TBC | |
| Papers circulated (min 5 working days before the meeting) | | 30/01/23 | 26/04/23 | 25/08/23 | 30/10/23 | |
| Item | Lead | | | | | Notes |
| Standing Items | | | | | | |
| Clinical Presentation | COO/MD | Y | Y | Y | Y | For information |
| Minutes | Chair | Y | Y | Y | Y | For approval |
| Chair's report | Chair | Y | Y | Y | Y | For information |
| Chief executive's report | CEO | Y | Y | Y | Y | For information |
| Lead Governor Report | Lead Governor | Y | Y | Y | Y | For information |
| Summary report for Board of Directors meetings | Chair/NEDs/TS | Y | Y | Y | Y | For information |
| Reflections on meeting | Chair | Y | Y | Y | Y | For noting |
| | | | | | | |
| Recurring Items | | | | | | |
| Report from Governors' Nomination & Remuneration Committee to include recruitments of NEDs, objective setting and appraisals | Committee Chair | Y | Y | Y | Y | For information |
| Engagement Committee report | Committee Chair | Y | Y | Y | Y | For information |
| Standards Committee report | Committee Chair | Y | Y | Y | Y | For information |
| Staff Governors' Report | Staff Governor | Y | Y | Y | Y | For information |
| WSR Group report | Committee Chair | Y | Y | Y | Y | For information |
| Future System update | CEO | | Y | | | For information |
| | | | | | | |
| Annual Items | | | | | | |
| Independent Auditor's Report/AA&AR | DoR/TS/Auditors | | | Y | | For information |
| Quality Accounts | TS/CN | | Y | | | For information/approval |
| Membership/Engagement Strategy- Governor Engagement | TS | | | | Y | For discussion |
| Forward Plan including briefing & development sessions | TS | Y | | | Y | For discussion/approval |
| | | | | | | |
| Other / As Required | | | | | | |
| Changes to the Constitution | TS | | | | | |
| Audit and effectiveness as recommended by the Standards Committee | TS | | | | | |
| Any items requested by Executives/Governors | TS | | | | | |




| | | | | | | | | | | |
|---------------|--|--|--|--|--|--|--|--|--|--|
| Notes: | | | | | | | | | | |
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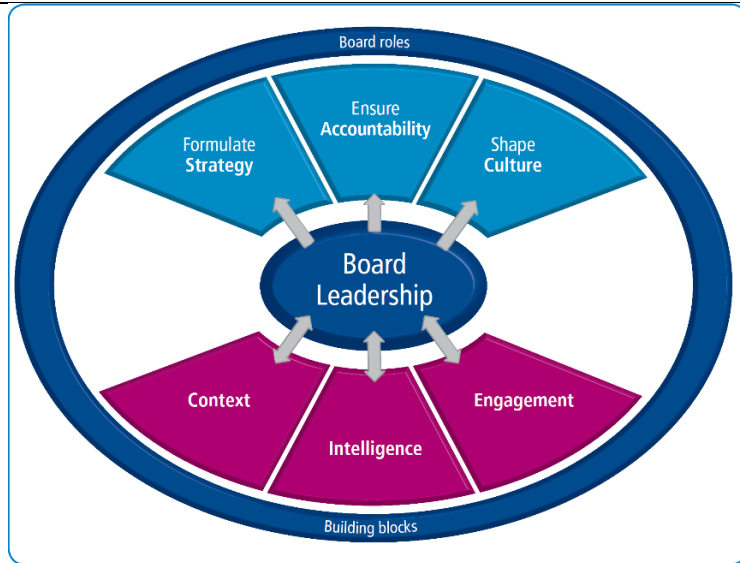
19. Summary report for Board of Directors meetings (enclosed)

To receive a report from the Chair, Chief Executive and Non-Executive Directors

To Note

Presented by Jude Chin and Craig Black

| WSFT Council of Governors Meeting | | | |
|---|--|---|--|
| Report title: | Summary Report for Board of Directors meetings | | |
| Agenda item: | 19 | | |
| Date of the meeting: | 10 November 2022 | | |
| Sponsor/executive lead: | Jude Chin, Trust Chair | | |
| Report prepared by: | Richard Jones, Trust Secretary & Head of Governance Pooja Sharma, Deputy Trust Secretary | | |
| Purpose of the report: | | | |
| For approval <input type="checkbox"/> | For assurance <input checked="" type="checkbox"/> | For discussion <input checked="" type="checkbox"/> | For information <input checked="" type="checkbox"/> |
| Trust strategy ambitions |  |  |  |
| Please indicate Trust strategy ambitions relevant to this report. | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |
| Executive summary: | <p>This is the new style of report from the Board of Directors to the Council of Governors.</p> <p>Historically, the emphasis on sharing the same or summarised reports from the Board of Directors has resulted in too much focus on operational performance at meetings of the Council of Governors rather than engagement on the strategic and future-facing issues and principal strategic risks affecting the Trust.</p> <p>The Board of Directors recognises and respects the role of the Council of Governors in holding the NEDs to account for the performance of the Board and representing the interests of NHS FT members and the public in the governance of the Trust. By providing the same, or similar, reports to the Council of Governors that the Board received, this generated discussions about the performance of the Trust, rather than the performance of the Board, which has prompted this re-think about the way the Board accounts for its performance to the Council of Governors.</p> <p>We have, therefore, structured a different style of report, focusing on the framework provided within the publication The Healthy NHS Board – Principles of Good Governance.</p> | | |



Using these headlines as a prompt, this report aims to provide the Council of Governors with the information used by the Board by way of context, intelligence and engagement and explain how it is fulfilling the three board roles of formulating strategy, ensuring accountability and shaping culture. There are two meetings of the Board of Directors covered during this period – on 22 July 2022 and 30 September 2022.

| | |
|---|--|
| Action required / Recommendation: | <p>The Council is asked to review this report in order to:</p> <ul style="list-style-type: none"> consider any elements of board performance arising from this report which they wish to raise with the non-executive directors as part of their statutory duty to hold the NEDs to account for the performance of the Board of Directors consider any areas of priority identified in this report for future engagement with members and the public as part of their statutory duty to represent the interests of NHS Foundation Trust members and the public in the governance of the Trust. |
| Previously considered by: | <p>n/a</p> |
| Risk and assurance: | <p>If we do not provide the Council of Governors with the right level of reporting on the performance of the Board, this will not provide them with the intelligence and context against which they can effectively hold the NEDs to account for the Board’s performance and information on the principal issues for which they are responsible for representing the interests of members and the public in the governance of the Trust.</p> |
| Equality, diversity and inclusion: | <p>n/a</p> |
| Sustainability: | <p>n/a</p> |
| Legal and regulatory context: | <p>NHS Act 2006, Health and Social Care Act 2012 Your Statutory Duties: A reference guide for NHS Foundation Trust Governors – Monitor 2013 The NHS Foundation Trust Code of Governance July 2014</p> |

Board of Director Key Issues – May to September 2022

| Building Blocks (ref. The Healthy NHS Board) | Summary of Key Issues | Board Action/Intervention | Future Implications for the Trust, Board and Council | Board doc. ref |
|--|--|--|--|---|
| Context | <p>Operational pressure The Trust and wider NHS continues to face significant service pressure as a result of seeing an unexpectedly high number of unwell patients. As ever, our colleagues throughout our hospitals and the community are working as hard as possible to mitigate the extreme pressures they have seen recently and we continue to work alongside external partners to deliver care to those who need it.</p> | <ul style="list-style-type: none"> • Additional capacity identified and delivered • Enhanced discharge arrangements put in place • Staff encouraged to work flexibly to meet staffing gaps • Postponing elective surgery and outpatient appointments | <p>Although these measures are essential to ensure the quality of patient care and patient safety is maintained during periods of significant pressure, there will be deteriorating performance against waiting times and other key performance indicators (e.g. Appraisals, mandatory training), which the Trust will need to monitor and recover from.</p> | <p>Chief Executive report Insight Committee</p> |
| | <p>The Board noted that the second and final Ockenden Report has recently been published and contains a wide range of recommendations and requirements. Whilst some of these items are specifically for maternity services (and will best be managed through the Maternity Improvement Plan), many are relevant to the organisation as a whole.</p> | <ul style="list-style-type: none"> • To share the formal Ockendon report with the Board when received • Review progress with maternity and wider actions through board reporting and assurance committee. | <p>Set standards for quality of care and service delivery</p> | <p>Chief Executive report Maternity reports</p> |
| | <p>The pay award was announced earlier this week which has caused a degree of disquiet across the NHS. Staff side organisations are balloting their members on next steps. Different staff groups have received different pay</p> | <p>Maintain oversight of response</p> | <p>Support for staff in context of emerging cost of living crisis</p> | <p>Chief Executive report</p> |

| Building Blocks (ref. The Healthy NHS Board) | Summary of Key Issues | Board Action/Intervention | Future Implications for the Trust, Board and Council | Board doc. ref |
|---|--|--|--|---------------------------------------|
| | <p>awards and there are some considerable anomalies.</p> <p>The rising cost of living and its impact on NHS staff has led to organisations reviewing their current employment package along with additional measures that can support the wellbeing of staff. Having a comprehensive employment package will contribute to retaining valuable talent and help make us an attractive employer for new recruits.</p> | | <p>We are reviewing our position against these four priorities, and liaising further with staff representatives, and will update the Board in due course.</p> | <p>People and OD highlight report</p> |
| Context | <p>Patient /staff story</p> <p>The Board received feedback from a patient had recorded her experience and expressed thanks and gratitude for the good care that she received for the maternity services at the WSFT.</p> <p>A patient's daughter told the story of her mother who was admitted to WSH and sadly passed away. The Board thanked the patient's daughter and offered apologies for her poor experience</p> <p>Glemsford primary care practice- Following an announced inspection of Glemsford GP Surgery, the CQC issued their report on 14 September 2022,</p> | <p>Continue to develop the use of patient stories by the Board and other forum to encourage learning</p> <p>follow-up on the process issues and how the staff can be supported to ask questions in various situations, so that such incidents are not repeated</p> <p>The team have an agreed action plan to address the areas of concern highlighted in the report. The</p> | <p>Patient/staff stories provide valuable insight into aspects of the patient/staff experience and ensure that quality improvement discussions are an integral part of the strategic decision-making process.</p> <p>Strategically there are options for future delivery of sustainable primary care</p> | <p>Patient / staff story</p> |

| Building Blocks (ref. The Healthy NHS Board) | Summary of Key Issues | Board Action/Intervention | Future Implications for the Trust, Board and Council | Board doc. ref |
|--|---|--|---|--------------------|
| | overall the practice was rated as Good. Success story was shared with the Board. | Improvement Committee will review progress and provide assurance to the Board that the areas of concern identified by the CQC are addressed. | locally. ICB to consider primary care representation. | |
| | <p>System perspective</p> <p>Director of Integrated Adult and Social Care Services (Clement Mawoyo) presented the report and highlighted the setting up of the governance of the Alliance with effect from 1st July 2022. Attention was also drawn to an event being held on 25th July to co-produce the enhancement of locality teams in partnership with integrated neighbourhood teams (INTs).</p> <p>The Interim Chief Executive (Craig Black) presented the report on the inaugural meeting of the Integrated Care Board.</p> <p>The Partnership Group agreed to develop the Live Well Domain framework for West Suffolk Alliance and plan how we use the framework to deliver our vision for West Suffolk, including what resource we might need to do so and to assure progress at the Alliance Committee meeting</p> | <p>Regular Alliance reports to be presented to the Public Board meeting</p> <p>A topic at each meeting on Alliance development with focus on benefits and constraints. Schedule more detailed report to the board at appropriate time around virtual wards. Consider aspects of the report which</p> | Maintain Alliance and system perspective | New regular report |

| Building Blocks (ref. The Healthy NHS Board) | Summary of Key Issues | Board Action/Intervention | Future Implications for the Trust, Board and Council | Board doc. ref |
|--|--|---|--|---|
| | | could be considered at the involvement committee as a deep dive Plan for coordinated programme for the next year | | |
| Intelligence | Integrated Quality Performance Report (IQPR) The Board was updated on the proposed improvements to the IQPR to ensure that the information it receives is timely, reliable, comprehensive and provides the board with the intelligence it needs to assess Trust performance. | Performance reports to the Board of Directors and its assurance committees will see changes in the coming months as the dashboard undertakes further development. A session to introduce the new IQPR has been scheduled. | This is a key stepping stone in the enhancement of board governance and ensuring that the assurance committees of the Board are supported by meaningful information to ensure board effectiveness. | Assurance committees – Trust dashboard update |
| Engagement | The importance of Patient, Staff, Governor and Member engagement was flagged by the Board in the following discussions: <ul style="list-style-type: none"> • Patient/staff story • Budget setting and financial control • Development of the performance dashboard • West Suffolk Review – organisational development plan and next steps • Future System | The need for ongoing engagement was identified and actions identified. Encouraging face-to-face patient and staff stories. | The Council of Governors should their Member Engagement strategy and work programme for 2022/23. | <ul style="list-style-type: none"> • Patient/staff story • Finance report • Trust dashboard update • West Suffolk Review • Future System |
| | NHS National staff survey 2021 results highlighted: <ul style="list-style-type: none"> • Overall, the 9 key measures for the survey show that WSFT compares favourably to the national average. | There remains a continuous focus on key areas of improvement through the Involvement Committee and there is alignment with the | Involvement Committee undertaking deep dive reviews into specific themes and trends to mitigate the gaps | People and OD report Involvement Committee |

| Building Blocks (ref. The Healthy NHS Board) | Summary of Key Issues | Board Action/Intervention | Future Implications for the Trust, Board and Council | Board doc. ref |
|--|---|---|---|-----------------------|
| | <p>One of the 9 measures is equal to the national average, the other 8 are better than the national average. None are below the national average, although there are certain component scores that contribute to these 9 measures that are weaker.</p> <ul style="list-style-type: none"> The key focus area for the Trust is related to speaking up. | <p>OD plan priorities and the actions within that will continue the themes of staff engagement and staff support.</p> | | |
| | <p>Car parking (staff benefits) proposals outlined are:</p> <ul style="list-style-type: none"> to continue free membership of Abbeycroft Leisure; to continue funding for the staff psychology team; to stop the provision of free hot drinks and free food at night from 1st September 2022, and instead introduce a discounted rate for hot drinks for staff using reusable cups. <p>With regard to car parking, wide engagement about the proposals had been undertaken, and the Senior Leadership Team supported the proposal to continue free parking for staff until 31st March 2023. When charging is reintroduced on 1st April 2023, a different structure for charging will be considered which reflects the ability to pay. This will address some of</p> | <p>Inform staff of the decision on car parking as soon as possible</p> | <p>Maintain engaged and healthy workforce</p> | <p>Specific paper</p> |

| Building Blocks (ref. The Healthy NHS Board) | Summary of Key Issues | Board Action/Intervention | Future Implications for the Trust, Board and Council | Board doc. ref |
|--|--|--|---|-------------------------------------|
| | <p>Fill rates for registered nurses remain static. Improvement in vacancies across roles in community setting was noted.</p> <p>Maternity Quality</p> <ul style="list-style-type: none"> • Maternity & Neonatal Safety Champions walkabout noted • Updates received relating to Ockenden review of maternity services • Supported request to exit the Maternity Safety Support Programme (reflecting progress made). | <p>opportunities for learning and improvement and focus on improving healthcare systems rather than determining or apportioning blame.</p> | <p>that focus on quality and safety and model an open approach to learning are also relevant in the board's role for shaping culture, with openness, transparency and candour underpinning discussions</p> <p>CQC was currently reviewing the way it inspected organisations and these were likely to be include Ockenden and the Morecambe Bay recommendations</p> | <p>- maternity</p> |
| Ensuring Accountability | <p>Financial Stewardship Trust had planned to break-even at the end of the financial year. Cash position remains good.</p> <p>The audit of the 2021/22 Accounts is now complete and auditors have issued an unqualified audit opinion on the 2021/22 Accounts. Following a</p> | <p>A request was made to add information around the sustainability programme to the report</p> | <p>Governor strategic briefing on the 2022/23 budget held as part of next year's work programme.</p> | <p>Finance and workforce report</p> |

| Building Blocks (ref. The Healthy NHS Board) | Summary of Key Issues | Board Action/Intervention | Future Implications for the Trust, Board and Council | Board doc. ref |
|--|--|--|--|-------------------|
| | <p>recommendation by the Audit committee, the accounts were approved by the Board on 14 September 2022 and the audit opinion signed on 16 September 2022. The accounts were subsequently laid before the Parliament.</p> <p>The Board approved the annual statements and certifications as part of licencing submissions to NHS Improvement.</p> <p>Board Assurance Framework Reviewed by the Board including the risk appetite statement</p> <p>A summary of the BAF was provided.</p> | <p>The Board receives in public session the general condition 6 and continuity of services condition 7 certificates.</p> <p>Noted that the original RAAC work programme has been impacted as a result of reduced decant ward due to operational pressures and capacity issues. Planning is now in place to deliver the programme with two decant wards by May 2024.</p> <p>A programme of deep dives for red BAF risks through the assurance committees and governance groups will provide assurance to the Board on the effective management of the risk and control environment.</p> | <p>Move towards the Trust's sustainability programme for next year – focused on carbon reduction and efficiency generating financial savings</p> <p>The Board has an approved risk appetite statement which supports the organisation's approach to risk mitigation.</p> | |

| Building Blocks (ref. The Healthy NHS Board) | Summary of Key Issues | Board Action/Intervention | Future Implications for the Trust, Board and Council | Board doc. ref |
|--|---|--|---|----------------------------|
| Shaping Culture | <p>West Suffolk Review – Organisational Development Plan The Board reviewed progress with the Trust’s organisational development plan. This had progressed considerably since the last board meeting and had been developed and shared.</p> | Consider how board members would implement cultural changes through their own behaviour and interactions and how they would get feedback on this in practice | <p>The Governor/Director working group has held its first meeting and will be overseeing the development and implementation of this action plan.</p> <p>Independent review of the Council of Governors by the Good Governance Institute would be engaging with members of the board to gain their input and response.</p> | Item 2.1 and 2.2 |
| | <p>Freedom to Speak Up Guardians’ Report The number of concerns raised with the guardians has consistently increased over the past 4 quarters, rising to 35 concerns in Q4. FSUGs continue to promote Freedom to Speak Up, expanding the Champions network presenting at team meetings and the staff briefing.</p> | The Board to complete senior leaders’ training around 3 modules. “Follow up” training is also now available for Senior leaders. It is highly recommended that all board members, senior leaders and governors undertake this training. | Maintain transparent reporting of FTSU issues to promote openness and learning | FTSU report (May and July) |
| | <p>Medical revalidation report The Interim Executive Medical Director (Paul Molyneux) presented the appraisal report which outlined key changes to the appraisal process within the organisation over the last 12 months. It was noted that appraisal numbers have improved over the last year.</p> | Detailed report on doctors’ appraisals to be delivered at next Board meeting | | Specific report |




| Building Blocks (ref. The Healthy NHS Board) | Summary of Key Issues | Board Action/Intervention | Future Implications for the Trust, Board and Council | Board doc. ref |
|--|--|--|---|-------------------|
| | <p>Responsible officer's annual revalidation report and statement of compliance</p> <p>The purpose of the report is to guide organisations by setting out the key requirements for compliance with regulations and key national guidance, and provides a format to review these requirements, so that the designated body can demonstrate not only basic compliance but continued improvement over time</p> | <p>The Board approved submission of the self-assessment.</p> | | |
| | <p>Guardian of safe working report</p> <p>The Guardian of Safe Working presented the annual report on safe working, and highlighted the effect of the pandemic on junior doctors. Attention was drawn to the apparent low number of gaps in the quantity of junior doctors.</p> | | | |
| | <p>Board development</p> <p>Board continues to work with Integrated Development on a programme to support a model of working</p> | | | |
| | <p>Modern slavery statement</p> <p>Modern slavery statement has been updated and with the Board's approval amended on the Trust website.</p> | | | |

20. Annual Report & Accounts (website link)

To receive the Annual Report & Accounts for 2021/22

To Note

Presented by Richard Jones

| WSFT Council of Governors Meeting | | | |
|---|--|--|---|
| Report title: | Annual report and accounts 2021-22 | | |
| Agenda item: | 20 | | |
| Date of the meeting: | 10 November 2022 | | |
| Sponsor/executive lead: | Richard Jones, Trust Secretary & Head of Governance | | |
| Report prepared by: | Richard Jones, Trust Secretary & Head of Governance Pooja Sharma, Deputy Trust Secretary | | |
| Purpose of the report: | | | |
| For approval <input type="checkbox"/> | For assurance <input type="checkbox"/> | For discussion <input type="checkbox"/> | For information <input checked="" type="checkbox"/> |
| Trust strategy ambitions |  |  |  |
| Please indicate Trust strategy ambitions relevant to this report. | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |
| Executive summary: | <p>The Council of Governors is asked to receive the annual report and accounts in public session.</p> <p>The report was approved by the Board in closed session in September but could not be reported publicly until it had been laid before Parliament – this took place on 6 October 2022.</p> <p>The full document is available via the link below: https://www.wsh.nhs.uk/Corporate-information/Information-we-publish/Annual-reports.aspx</p> | | |
| Action required / Recommendation: | The Council of Governors is asked to note the report. | | |
| Previously considered by: | None | | |
| Risk and assurance: | n/a | | |
| Equality, diversity and inclusion: | n/a | | |
| Sustainability: | n/a | | |
| Legal and regulatory context: | NHS Act 2006, West Suffolk NHS Foundation Trust Constitution | | |

21. Dates for meetings for end of 2022,
beginning of 2023:

To note dates for meetings in 2023

Tuesday 7 February, Council of Governors
meeting

Other meetings/events

Monday 5 December '22 - Governor Work
Programme, session via MS Teams

Tuesday 17 January '23 - Governor Work
Programme, Future System follow up, via MS
Teams

Monday 23 January - Informal Governor
meeting, location to be confirmed

For Reference

Presented by Jude Chin

22. Reflections on meeting

To consider whether the right balance has been achieved in terms of information received and questions for assurance and the Trust's values and behaviours observed

For Discussion

Presented by Jude Chin