

**Minutes of the Full Council of Governors meeting (public session)  
Thursday 15<sup>th</sup> May 2014, 6.20pm, Clinical Education Centre,  
Russells Hall Hospital, Dudley**

**Present:**

<b>Name</b>	<b>Status</b>	<b>Representing</b>
Mr Darren Adams	Public Elected Governor	Stourbridge
Mr Fred Allen	Public Elected Governor	Central Dudley
Mr Scott Burton	Staff Elected Governor	Allied Healthcare Professionals and Healthcare Scientists
Mr Ian Dukes	Staff Elected Governor	Medical and Dental
Mr Bob Edwards	Public Elected Governor	Brierley Hill
Mr John Edwards	<b>Chair of Meeting</b>	DGH NHS FT
Mr John Franklin	Appointed Governors	Dudley CVS
Mrs Joanne Hamilton	Staff Elected Governor	Nursing and Midwifery
Mr Bill Hazelton	Public Elected Governor	Central Dudley
Dr Subodh Jain	Public Elected Governor	North Dudley
Mr Rob Johnson	Public Elected Governor	Halesowen
Mrs Alison Macefield	Staff Elected Governor	Nursing and Midwifery
Mrs Karen Phillips	Staff Elected Governor	Non Clinical Staff
Mrs Patricia Price	Public Elected Governor	Rest of the West Midlands
Mr Roy Savin	Public Elected Governor	Stourbridge
Mr David Stenson	Public Elected Governor	Brierley Hill
Mrs Julie Walklate	Staff Elected Governor	Nursing and Midwifery

**In Attendance:**

<b>Name</b>	<b>Status</b>	<b>Representing</b>
Mr Paul Assinder	Director of Finance & Information	DGH NHS FT
Mr David Badger	Deputy Chair	DGH NHS FT
Mrs Helen Board	Membership & Governor Officer	DGH NHS FT
Ms Paula Clark	Chief Executive	DGH NHS FT
Mrs Julie Cotterill	Associate Director of Governance/Board Secretary	DGH NHS FT
Mrs Denise McMahon	Director of Nursing	DGH NHS FT

**Apologies:**

<b>Name</b>	<b>Status</b>	<b>Representing</b>
Mrs Diane Jones	Public Elected Governor	South Staffordshire and Wyre Forest
Mr Tarsem Sidhu	Public Elected Governor	Halesowen
Councillor Steve Waltho	Appointed Governor	Dudley MBC

**COG 14/12.0 Director of Nursing update**

**COG 14/12.1 Quality Account 2013/14 (Enclosure 1)**

Mrs McMahon presented the report given as enclosure one and provided an update on the following key items:

**Quality Priorities.** The Board of Directors agreed that the priorities should remain the same as 2013/14: Patient Experience, Infection Control, Pressure Ulcers, Nutrition and Hydration. In addition it has been agreed to add a sixth topic: mortality which had been endorsed by the Council of Governors at their meeting held on 27<sup>th</sup> February 2014

**Annual Quality Report.** Mrs McMahon explained that the document provided a comprehensive report across all quality measures including the selected quality priorities for 2013/14 and drew attention to the table contained within appendix two which provided a summary of the year's performance against key indicators. The Trust had received the governor comment upon them and the final report would be made available to governors once it had gained Parliament approval.

Mrs McMahon noted her appreciation for the proof reading of the draft report by Mr Stenson.

Mr John Edwards thanked the Council as a whole for their contribution to the preparation of the governor comment.

#### **COG 14/12.2 Infection Control report year to date 2013/14 (Enclosure 2)**

Mrs McMahon presented the report given as enclosure two and provided an update on the end of year position referring to:

**MRSA – annual target 2 (post 48 hours).** There had been one case of MRSA bacteraemia within the Trust against a target of two.

Mrs McMahon advised that the target for 2014/15 was zero.

**C. Difficile.** The Trust had 43 cases against a target of 38.

Mrs McMahon tabled a paper [*appended to these minutes*] that contained a graph which illustrated the significant downward trend of C.diff in the period April 2011 to May 2014. She highlighted the continued challenge faced by the Trust to keep 'in hospital' rates low against a backdrop of rising levels in the community.

Mrs McMahon advised that the C.diff target for 2014/15 would be 48 and new reporting criteria would require Trusts to work with other local providers and apply an algorithm to each case to determine whether it would be avoidable or unavoidable and publish the results on the Trust website.

Mrs McMahon advised that the Trust continued to monitor emerging infections including E. coli and MSSA.

Mr Stenson noted his appreciation of the hard work by all staff to achieve a positive end-of-year position.

Mrs McMahon confirmed she would pass this comment back to the teams involved.

**COG 14/13.0 Welcome**

Mr John Edwards opened the meeting and noted there were no members of public and press in attendance.

**COG 14/13.1 Introductions and apologies**

Mr John Edwards introduced Mrs Phillips and Mr Burton who had recently been elected to the Council of Governors representing the Constituencies of Non Clinical Staff and Allied Health Professionals and Health Care Scientists respectively.

Mr Edwards expressed his thanks to governors Jason Whyley, Brian Chappell, Anne Gregory and Jackie Smith who had reached their term of office or stepped down since the last full Council Meeting.

Apologies had been received and recorded as above.

**COG 14/13.2 Declarations of Interest**

No Declaration of Interests were received relating to any item on the agenda.

Mr John Edwards explained for clarification that a Register of Governors Interests was maintained by the Foundation Trust office and governors should submit an updated declaration should their circumstances change relating to personal or pecuniary interests.

**COG 14/13.3 Quoracy**

The meeting was declared quorate.

**COG 14/13.4 Announcements**

**CHKS 40Top Awards**

Ms Clark announced that The Dudley Group had been ranked in the top 40 of best performing CHKS client trusts across the UK. Trusts had been evaluated against 22 indicators of clinical effectiveness, health outcomes, efficiency, patient experience and quality of care. She advised governors to refer to the CHKS website via a link to be posted to the Governor Portal

**New action point**

CHKS website link to be posted to the Governor Portal

**HB**

**COG 14/14.0 Previous meeting**

**COG 14/14.1 Minutes of the full Council of Governors meeting held on 27<sup>th</sup> February 2014 (Enclosure 3)**

The minutes required two amendments;

Mr Johnson referred to page 5, 4<sup>th</sup> paragraph which referred to an activity of the Governor Development Group already minuted on page 3 and should be removed.

Mr Hazelton referred to page 11, item 14/08.3, paragraph four where the response from Ms Clark should include the following – ‘She acknowledged that this was an area which required work and advised this would be a focus for improvement after the CQC inspection activity.’

Mr John Edwards thanked governors for their contribution and suggested that the minutes be amended and signed by him, outside of the meeting, as an accurate record.

Those present **agreed**.

**COG 14/14.2 Matters arising**

There were no matters arising.

**COG 14/14.3 Action points**

Action point 14/03.0, Governors meeting with the CQC. This item was complete and would be removed from the action list.

Mr John Edwards expressed his thanks for the governor contribution during the recent CQC inspection adding that there had been very positive feedback about the enthusiasm of the Council of Governors.

**COG 14/15.0 Update from the Governor Development Group (GDG) Chair for meeting held in February 2014 (Enclosure 4)**

Mr Johnson provided the report given as enclosure four and highlighted the following key items:

**Governor and NED led briefing session; new date.** This event had now been scheduled to take place on Thursday 26<sup>th</sup> June 2014.

**Council of Governors and Committee’s Terms of Reference.** The group had reviewed the documents for the Council of Governors and each of its Committees and agreed they were consistent and could be submitted to the full Council meeting for approval.

Mr Johnson advised that following the GDG meeting some inconsistencies had been identified and recommended that item 7.4 of the full Council agenda be deferred to the September 2014 meeting to allow time for the amendments to be made.

Mr John Edwards asked those present if they were content to defer item 7.4 to the September 2014 meeting of the full Council of Governors.

Those present **agreed**.

**New action point**

Council of Governors and Committees Terms of Reference to be amended as required and resubmitted to the September 2014 Full Council meeting.

**HB**

**Council of Governors meeting agenda.** Mr Johnson advised that the GDG had reviewed and agreed the content of the Full Council agenda for the meeting in progress.

**Annual Members' Meeting.** The draft timetable had been discussed and agreed.

**Foundation Trust Governors Association (FTGA).** Mr Johnson explained that the annual subscription would fall due in September 2014 and was expected to remain at £3,300. The GDG had concurred that it represented good value and agreed to propose a recommendation to renew for another year.

Mr John Edwards asked those present if they were content to support the renewal of the FTGA annual subscription when due in September 2014.

Those present **agreed**.

**COG 14/16.0 Update from the Governance Committee Chairman for the meeting held in April 2014 (Enclosure 5)**

Mr Johnson presented the Governance Committee update report from the meeting held on 10<sup>th</sup> April 2014 given as enclosure five and highlighted the key items discussed as follows:

**Terms of Reference.** The group had reviewed its Terms of Reference and made some amendments. The Committee agreed to submit them for approval to the full Council.

Mr Johnson referred to previous discussions and the deferral of this item to the September 2014 meeting.

**PALS and Complaints reporting to governors.** Mrs Cotterill had provided a verbal update and confirmed that the Complaints Team would be reporting directly to her and PALS would report to the Head of Communications and Patient Experience. She confirmed that structures would remain the same and reflect an integrated approach as recommended by Keogh and closely follow guidance from regulatory bodies such as the CQC. A combined report would continue to be provided to governors.

**Finance and Performance.** Mr Johnson advised that the Committee received a comprehensive report from the Director of Finance that gave rise to rigorous debate and challenge relating to the deterioration of the Trust's financial position and performance issues.

**Board Committee summary reports.** Mr Johnson advised that the Governance Committee received copies of the summary reports from each of the Board Committees that had previously been submitted to the Board of Directors. The Governance Committee considered the following matters arising from those reports;

Risk and Assurance Committee – Mrs Cotterill advised that the Committee would follow the Deloitte review recommendation and had become a group reporting to the Trust’s Audit Committee and had met for the first time in January 2014.

Clinical Quality, Safety and Patient Experience Committee - Mrs Cotterill advised that the Committee had met for the first time in its new format which now included two reporting groups; Patient Experience Group and Quality and Safety Group and suggested that the Governance Committee would consider output from this Committee as an agenda item.

**Quality Account Governor Comment.** Mr Johnson thanked all governors who had contributed to the preparation of the governor comment.

Mr Johnson advised that the full minutes from all meetings of the Governance Committee were available to governors on the Governor Portal.

Mr John Edwards thanked Mr Johnson for his report and asked the Council to receive the report for information.

Mr John Edwards referred to previous discussions to defer approval of the Committee Terms of Reference, agenda item 7.4, to the September 2014 meeting of the full Council.

Those present **agreed**.

**COG 14/17.0 Update from the Membership Engagement Committee Chairman (verbal)**

Mr Hazelton advised that the Committee had met on the 8<sup>th</sup> May 2014 and had not been quorate. He expressed his concern that recent vacancies arising and non-availability of some governor members had meant the group had not met in a quorate state since October 2013.

Mr John Edwards thanked Mr Hazelton for his report and noted the need to reflect on ways to ensure that the Council Committees discharged their duties effectively.

Mr Johnson confirmed that this matter would be included as part of the review of Council Committee structures being undertaken during the year as part of the Developing the Governor Role action plan.

**COG 14/18.0 Standing reports**

**COG 14/18.1 Performance report Q4 (Enclosure 6)**

Mr Assinder presented the report given as enclosure six and advised that since the report had been drafted, the Annual Report and Accounts had been audited and received a positive report. He then continued to highlight the following key issues:

- The Trust achieved a small operating surplus of £351,000 at the year end , marginally worse than plan
- Further significant deterioration in the spend rate in March 2014, particularly on pay related expenses

- Headcount and agency costs had achieved new record high levels in March 2014
- Only 75% (£9.6m) of the £12.4m CIP (Cost Improvement Plan) was delivered

Mr Assinder reported that the A&E 4 hour waits performance continued to fall below the 95% target for the year and had ended the year on 93.7%.

He advised that the mortality indices based on the SHMI (Standardised Hospital Mortality Indicator) for the period July 2013 to September 2013 had reduced to 1.11 (previously 1.13) and fell within the expected range.

Mr Assinder advised that under the delegated authority of the Finance and Performance Committee the Monitor Q4 submission had been approved as;

Continuity of service (finance) rating:	3
Governance rating:	Green

Mr John Edwards asked governors to note the report and invited comments and questions.

There were none.

Mr Badger advised that Monitor had subsequently amended the green governance rating to a narrative rating subject to the outcome of a meeting with the Trust scheduled for early June 2014.

#### **COG 14/18.2 Foundation Trust Membership report 2013/14 (Enclosure 7)**

Mrs Board presented the report for the year ending 31<sup>st</sup> March 2014 given as enclosure seven and asked governors to note the following key items:

- The Trust continued to maintain a public membership of 13,000 to comply with the Trust's licensing conditions and IBP (Integrated Business Plan)
- The membership continued to be mostly well represented by constituency, age, gender, and ethnicity and across the spectrum of Office of National Statistics (ONS)/Monitor classifications against the Trusts population base
- Diversity management reporting was included for 2013/14 against the nine protected characteristics where data was available
- During the year governors had participated in a wide range of community and engagement activities identified across the Dudley Borough or hosted in-house.

Mr John Edwards thanked Mrs Board for her report and thanked governors for their participation in meeting the public as part of the 'Out there' programme and supporting the Behind the Scenes events hosted by the Trust. Referring to the latter he commented that the feedback from guests was always very positive and staff who participated in the events reported they found them worthwhile.

#### **COG 14/18.3 Board Secretary's Report (Enclosure 8)**

Mrs Cotterill presented the report given as enclosure eight and highlighted the following items:

**Elections July 2014.** An election process to return candidates for Staff Governors vacancies in the following Constituencies would commence during May 2014 with elections being held in July 2014 as required:

- Partner Organisations
- Allied Health Professionals and Healthcare Scientists

**Elections December 2014.** An election process to return candidates for vacancies arising in Staff and Public Constituencies would commence in late September 2014:

Public Elected

- Brierley Hill, two vacancies
- Dudley Central, one vacancy
- Dudley North, one vacancy
- Halesowen, one vacancy
- South Staffordshire and Wyre Forest, one vacancy
- Stourbridge, one vacancy
- Tipton and Rowley Regis, one vacancy

Staff Elected

- Nursing and Midwifery, three vacancies

**Council of Governors Annual Work Plan 2014/15.** Mrs Cotterill advised that this sets out the cycle of business for the Council which had been agreed and would shortly be available on the Trust website.

Mr Johnson asked for an update on the appointment of governors by the Dudley CCG and the University of Birmingham Medical School.

Mr John Edwards replied that the appointments remained outstanding and advised that he would continue to pursue the organisations concerned.

Mr Bob Edwards queried whether, to support continuity, the governor terms of office could be staggered for Constituencies where two governors or more served.

Mrs Cotterill advised that staggering the appointments would be the preferred option subject to the terms of the Trust Constitution and prevailing guidance on this matter.

Mr John Edwards thanked Mrs Cotterill for her report and asked governors to note the Council of Governor elections scheduled for 2014 and to note the publication of the Council of Governors Annual Work Plan 2014/15.

**New action point**

Council of Governors Annual Work Plan 2014/15 to be published to the Trust website

**HB**

**COG 14/18.4 Terms of Reference for approval (Enclosure 9)**

Mrs Cotterill referred to earlier discussions and the decision to defer this item to the September 2014 meeting of the full Council of Governors.

**COG 14/19.0 Quality**

**COG 14/19.1 Care Quality Commission inspection (verbal)**

Ms Clark recorded her thanks to all governors and staff who had supported the Trust during the recent inspection activity. She advised that the report would be provided to the Trust before the Quality Summit scheduled for Friday 6<sup>th</sup> June 2014. The report would be shared with governors and staff at the earliest opportunity.

**COG 14/19.2 Patient Experience update (enclosure 10)**

Ms Clark presented the Q3 Patient Experience Update Report given as enclosure ten and referred to the following key items:

Friends and Family Test (FFT)

- The Trust had received its First 'green' score of the year for inpatients in March 2014 FFT (Maternity scores were showing improvements, except for postnatal community who scored a very high 95 in February 2014 but did not sustain this for March 2014)
- The Trust had maintained top scores in the region for three out of the six areas (March 2014 national data)
- 2014/15 CQUIN for FFT would be worth £705,425.

National Inpatient Survey 2013 results

- Overall improved picture in the national survey of adult inpatients with no categories in the red (worse than other trusts) and only one question in the red (two red categories in the 2012 survey)
- Three questions showed significant improvement and one significant deterioration

Mr John Edwards asked governors to note the report.

**COG 14/19.3 Quarterly Complaints and PALS report Q4 and annual report for year ending 31<sup>st</sup> March 2014 (Enclosure 11)**

Ms Clark presented the Q4 Complaints and PALS report and the Annual Report for the year ending 31<sup>st</sup> March 2014 given as enclosure 11 and referred the Council to the following key items:

- The total number of complaints for the quarter was comparable with previous quarters
- Governors were asked to note the refreshed complaints categories
- 46% of complaints were answered within 30 working days during the quarter
- 66% of complaints received and answered during the year were upheld or partially upheld
- 15% of complainants expressed dissatisfaction with their response and in the majority of cases, a meeting was held to try to resolve the issues raised
- Complainants valued the offer of a meeting to discuss concerns prior to commencement of an investigation
- No rule 43 letters had been received from the Coroner and there were no adverse Inquest verdicts.

Mr Stenson queried the practical aspects of operational integration when reporting lines were separate and if the figure of 15% who were dissatisfied was anticipated to improve.

Ms Clark replied that PALS and Complaints would still work closely together to resolve concerns as they arose and every effort would be made to reduce dissatisfaction where at all possible.

Mrs Hamilton referred to the chart on page 12 of the report and queried if there were areas of the Trust that did not receive any complaints or concerns and if they could be shown on the chart.

Ms Clark confirmed this was the case and advised that current reporting would continue to show where complaints had been received. She added that compliments received by wards/areas and department were reported and recorded on huddle boards and noted that compliments received by the Trust far outnumbered the concerns and complaints received.

Mrs Cotterill added that the timing would be different relative to the type of feedback; compliment, concern or complaint. Each could involve quite disparate timelines to resolve and report upon. Consequently reports could relate to cases that occurred in the distant past.

Mr Edwards thanked Ms Clark for the report and asked governors to note the overall progress made by the PALS and Complaints teams.

#### **COG 14/20.0 Any Other Business**

Mr John Edwards reported that no items had been notified ahead of the meeting.

Mr Stenson reminded members and attendees of the Strategy Committee that the meeting on the 22<sup>nd</sup> May 2014 would be rescheduled to June 2014.

#### **COG 14/21.0 Close of meeting and 2014 forward dates**

Mr John Edwards thanked all for attending and reminded all Governors to ensure that they regularly accessed the Governor Portal where important information was available to help and support Governors in their role.

Governors were reminded of the following meeting dates;

Non Executive Director led update session, 6.00pm, Thursday 26<sup>th</sup> June 2014.

Full Council of Governors meeting, at 6.00pm, Thursday 4<sup>th</sup> September 2014

Annual Members Meeting, 4.30pm, Thursday 11<sup>th</sup> September 2014 followed by a Behind the Scenes event.

The meeting closed at 19:35hr.

Mr John Edwards, Chair of meeting

Signed..... Dated .....

Outstanding	Item to be addressed
To be updated	Item to be updated
Complete	Item complete

**Action Sheet**  
**Council of Governors meeting held 15<sup>th</sup> May 2014**

<b>Item No</b>	<b>Subject</b>	<b>Action</b>	<b>Responsible</b>	<b>Due Date</b>	<b>Comments</b>
14/13.1	CHKS 40Top Awards	CHKS website link to be posted to the Governor Portal	HB	31/5/14	
14/15.0	Terms of Reference for Council of Governors and Committees	Documents to be reviewed and amended as required and resubmitted to the September 2014 Full Council meeting	HB	4/9/14	
14/17.3	Council of Governors Annual Work Plan	To publish to Trust's website	HB	30/5/14	

Appendix 1

