

Minutes of the Council of Governors Meeting held at 4.00pm on
Thursday, 10 May 2017 at Merley House, Merley, Wimborne BH21 3AA.

Present:	<p>Andy Willis Scottie Gregory Sue Howshall Stefan Morawiec Jan Owens Jan Turnbull Patricia Scott Anna Webb Judith Adda John Bruce Becky Aldridge Bill Batty-Smith Steve Cole Jill Haynes Angela Bartlett Pat Cooper Peter Kelsall</p>	<p>Chair Public Governor (Dorset RoEW) Public Governor (Poole) Public Governor (Poole) Public Governor, (Bournemouth) Public Governor, (Bournemouth) Partner Governor, Service User Group Local Government District Councils Partner Governor, League of Friends Partner Governor, Dorset County Council Staff Governor Staff Governor Staff Governor</p>
In Attendance:	<p>Sarah Murray David Brook Lynne Hunt John McBride Peter Rawlinson Nick Yeo Ron Shields</p> <p>Fiona Haughey Matthew Metcalfe Nicola Plumb</p> <p>Eugine Yafele Keith Eales Jacqueline Stratford</p>	<p>Non-Executive Director Non-Executive Director Non-Executive Director Non-Executive Director Non-Executive Director Non-Executive Director Chief Executive Director of Nursing & Quality Director of Finance and Strategic Development Director of Organisation Development and Participation Chief Operating Officer Trust Secretary PA to the Chair</p>
Apologies:	<p>Chris Balfe Justine McGuinness Angela Reed Bobbie Dove Vishal Gupta Karen Parker Colin Hague Nick Kosky</p>	<p>Lead Governor, Public Governor (DRoEW) Public Governor (Dorset RoEW) Public Governor (Dorset RoEW) Local Government, Bournemouth Council Local Government, Poole Borough Council Partner Governor, Bournemouth University Director of Human Resources Medical Director</p>

268/17 Welcome

The Chair welcomed Governors and Board Directors to the meeting and reported the apologies received.

The Chair advised that a modified agenda format was being trialled for the meeting, with an opportunity to focus on a significant service development and, from an assurance perspective, a briefing on the work of one of the Board Committees. Feedback from Governors on the approach was welcomed.

269/17 Minutes

The Council approved, as an accurate record, the minutes of the meeting held on 9 February 2017.

270/16 Matters Arising

The Trust Secretary submitted the matters arising report.

It was noted that the one action arising from the previous meeting-to convene a group to develop the Council's response to the Clinical Services Review-had been completed.

The report was noted.

271/17 Chief Executive's Report

The Chief Executive (CEO) introduced a report on his recent priorities.

The CEO drew attention to the publication of the Government mandate to the NHS for 2017/18, the Five Year Forward View, progress with the Clinical Services Review (CSR), system-wide working in Dorset, the financial performance of the Trust, the results of the Staff Survey 2016 and the reshaping of the Executive team.

The CEO advised that NHS Dorset Clinical Commissioning Group (CCG) had commissioned an organisation to analyse the responses to the CSR proposals. It was anticipated that the outcome of the analysis would be submitted to the CCG at the end of May. This would be followed by a series of public engagement events with invited audiences to outline the response to the consultation and meetings with staff from Trusts to consider specific issues. It was anticipated that the CCG Governing Body would be making decisions on these proposals, and the Mental Health Acute Care Pathway Review, in September.

The CEO advised that Dorset was a national pilot for the development of an accountable care system (ACS). It was envisaged that ACS's, which integrated statutory partners in an area, would become the vehicles by which Sustainability and Transformation Plans across the country would be delivered. It was anticipated that they would have access to capital and possibly revenue funds.

The Council noted the recent reshaping of the Executive Team. An assurance was sought that the Team had sufficient capacity to deal with the challenging agenda facing the Trust. The CEO advised he was confident that, with the support of the newly appointed Service Directors, and the recently departed Locality Directors who had been retained on a contract basis for project work, the Team had the capacity required.

The Council expresses its support for the appointment of a Service Director for Children and Young People. The Council requested a presentation to a future meeting on Trust services for children and young people

The Council:

(a) noted the report from the CEO;

(b) requested that a presentation be made to a future meeting on Trust services for children and young people.

272/17 Investing in Services-The Psychiatric Intensive Care Unit for Women, St Ann's Hospital

The Chief Operating Officer (COO) gave a presentation to the Council on the development of the psychiatric intensive care unit (PICU) for women at St. Ann's Hospital in Poole.

The COO gave an overview to the background to the development of the Unit, which had taken place against the backdrop of concerns about the existing service in terms of capacity and privacy and dignity issues. A decision had been made to stop admitting women. As a consequence, the only provision for women was outside Dorset.

In developing proposals for a new service, it was clear that this had to be aligned with the acute care pathway. The provision had, therefore, to be at St Ann's Hospital.

A £1.7m investment in a new unit, providing an additional six beds (of which five would be for women) was agreed by the Board. However, these proposals had to be revised following recognition of the fact that, rather than a single-managed unit, the provision for men and women would have to be operated separately. In January 2017, after a 39 week building programme, the unit, delivered at a revised budget of £3m, had opened.

The COO commented that the investment had resulted in significant patient benefits. In the first four months of the year, there had been 25 admissions and all the patients being cared for out of County had been returned to Dorset.

Clarification was sought with regard to the impact of the investment on the Crisis service. The COO commented that the Crisis service was continuing to improve but would continue to face challenges, particularly in the east of the County. It was recognised that as the service improved it was likely to reduce the demand on the PICU.

An assurance was sought that the unit contained sufficient beds to meet demand. The COO commented that units tended not to have provision for more than 12 beds. Whilst there remained a significant demands for the service, the successful implementation of the Mental Health Acute Care Pathway Review proposals could bring into question whether it was necessary to retain 12 beds.

The Council thanked the COO for the presentation.

273/17 Appointment of External Auditors

The Director of Finance and Strategic Development (DoF) submitted a report on the proposed approach to the tendering of external audit services prior to an appointment by the Council.

The DoF advised that the Trust contract for external audit services, with PwC, expired on 31 March 2018. A timetable was in place for an appointment to be made.

However, there was an opportunity for a joint appointment to be made by the four NHS Trusts in Dorset. The advantages and disadvantages of such an approach would emerge over the course of the procurement exercise. Whilst there could be some financial benefit, the joint procurement approach would demonstrate collective working across the Dorset healthcare system. The DoF explained that the Trusts would have the flexibility to opt in or out of a joint approach.

Clarification was sought as to whether or not the four Trusts had the same provider of external audit services at present. The DoF advised that this was not the case. However, each of the contracts with the separate providers was coming to an end.

The Chair of the Audit Committee advised that the proposal had been reviewed by the Audit Committee. The need for early engagement with the Council on the proposed approach had been emphasised.

The Council:

- (a) approved the proposal to commence the formal procurement process for the appointment of external auditors;**
- (b) noted the timetable for the appointment process;**
- (c) agreed that a Governor, and a deputy, would participate in the process to identify an external auditor for appointment, either on a joint or separate basis;**
- (d) that Governors wishing to participate in the process would notify the Trust Secretary.**

274/17 Quality Account and Report 2016/17

The Director of Nursing and Quality (DoNQ) submitted the draft Trust Quality Account and Report 2016/17 for review by the Council.

The DoNQ gave an overview of the purpose of the Quality Account and Report and the required content and the process that had been followed to prepare the draft document that was before the Council.

The Trust was required to seek feedback on the content of the Quality Account and Report from stakeholders, including the Council of Governors. Comments received would be included, verbatim, in the document.

The Trust Secretary advised that, in the previous two years, a task and finish group had been established to develop the Council's comments on the draft Quality Account and Report. The drafts comments were distributed to all Governors for review before submission. This was agreed as the approach to be adopted for the development of comments in 2016/17.

The Council agreed:

- (a) to establish a task and finish group to develop the Council's comments on the draft Quality Account and Report 2016/17;**

- (b) that the draft comments would be distributed to all Governors for review before submission.**

275/17 Membership Recruitment and Engagement Action Plan

The Trust Secretary submitted a report on progress with the implementation of the membership recruitment and engagement action plan.

It was noted that key actions in respect of the implementation of the action plan included the updating of Council and Governor related information on the website, all volunteers had been invited to become members with an opt-out being in place for future recruits, the completion of the campaign to obtain email addresses from members, the development of a proposed format and timetable for health talks and the recruitment of the Deputy Trust Secretary/Head of the Membership Office.

The Trust Secretary advised that there were now 10,401 members of the Trust, of which 4,099 (39%) were public members.

The Trust Secretary commented that, given the increasing focus of the Council on membership, it was timely to give consideration to the establishment of a Membership Committee. The Committee would take forward the recruitment and engagement action plan and provide a focus for Governor activity in this area. The Council endorsed this approach.

The Council:

- (a) noted progress with the implementation of the membership recruitment and engagement action plan;**
- (b) agreed to the establishment of a Membership Committee, comprising Scottie Gregory, Sue Howshall, Stefan Morawiec, Jan Owens, Karen Parker, Patricia Scott and Anna Webb with the terms of reference proposed;**
- (c) agreed the proposed approach to the membership engagement events in September and October 2017.**

276/17 Chair and Committee Chair Reports

Report of the Chair

The Chair advised that the Meeting Summary from the meeting of the Board held on 26 April 2017 had been distributed to all Governors.

Charitable Funds Committee

The Chair of the Charitable Funds Committee gave a presentation on the work and priorities of the Committee.

The Chair of the Committee advised that the Corporate Trustee for the Charity, which was the Board of Directors, had met in January 2017 to undertake two important tasks.

Firstly, the Corporate Trustee had approved the Annual Report and Accounts for the Charity. The Charitable Fund had received income of £136,000 over the year, allocated £151,000 and had a year-end balance of £518,000.

The increased expenditure over the year reflected the wish of the Trustees to see donations spent within 18 months of receipt. As part of this approach, the Committee had reviewed the investment strategy and moved the charitable funds from Barclays to Lloyds Bank.

Secondly, the Corporate Trustee had agreed to some limited reallocation of funding across the Trust. It had been recognised by the Committee that some service areas and sites within the Trust had access to charitable funds whilst others did not. Some funds for which no spending plans were in place would now be held for allocation by the Committee. The Committee would seek to make these available to those service areas which would not otherwise have access to charitable funds.

The Chair of the Committee emphasised, in response to a question, that this decision would not affect funding that had been specifically donated to a Trust site or service.

It was recognised that the approach being taken by the Committee would lead to a reduction in Charitable Funds as expenditure exceeded income. It was suggested that part of the approach to the Charity seeking income should be to submit applications to national groups and funds. It was also suggested that Governors could utilise their networks to identify possible sources of support from bodies with grant making powers.

The Council thanked the Chair of the Charitable Funds Committee for the presentation.

Committee Chair Reports

The Council received, for information, the following reports from Committee Chairs:

- Appointments and Remuneration Committee, 22 February and 30 March 2017;
- Mental Health Legislation Assurance Committee, 11 April 2017;
- Charitable Funds Committee, 12 April 2017;
- Quality Governance Committee, 20 April 2017.
- Audit Committee, 24 April 2017.

The Council noted the reports.

277/17 Non-Executive Director Service Visits and Wider Activities

The Senior Independent Director (SID) submitted a report summarising the range of services visited by Non-Executive Directors in 2016/17 and the other Trust-related activities that they had undertaken during the year.

The SID explained that Non-Executive Directors had visited 60 service areas in the year and had been involved in a range of other panel and review meetings, conferences and open days.

The SID summarised the key benefits and learning points which had been gained from the visits and activities.

The SID explained that, on the basis of the visits and learning, priorities for 2017/18 would include:

- Focussing more attention on services for people with learning disabilities;
- Continuing to visit more of the Trust specialist services;
- Maintaining NED visibility across the full geography covered by Trust services

The Council thanked the Non-Executive Directors for their visits over the year. It was recognised that it might become necessary to review the programme of visits and other activities as the complexity and time commitment involved with the Sustainability and Partnership Plan for Dorset, and other place-based joint working, became more onerous.

Governors commented that there could be merit in beginning Council meetings with a patient story submitted to the Board to widen learning and understanding of Trust services.

The Council:

(a) Noted the report;

(b) Endorsed the priorities for visits in 2017/18;

(c) Requested that the Chair, Lead Governor and Trust Secretary discuss the merit in commencing Council meetings with a patient story.

278/17 Disclosure and Barring Service Checks

Concern was expressed by Governors at the policy being introduced within the Trust of requiring newly appointed staff to meet the cost of the Disclosure and Barring Service checks that they were required to undertake.

The Director of Organisation Development and Participation advised that the decision had been taken in the light of the experience of other Trusts where there had been limited impact on the ability to recruit staff.

The Chair advised that, in the light of comments from Governors, he would arrange for the Board to review the matter.

279/17 Date of Next Meeting

A Council awayday would be held on Thursday, 22 June 2017 at Merley House, Wimborne, Dorset BH21 3AA.

The next meeting of the Council of Governors would be held on Wednesday, 12 July 2017 at Kingston Mauward College, Dorchester, DT2 8PY.

Signed.....

Date

Andy Willis, Chair