

**COUNCIL OF GOVERNORS ‘VIRTUAL’ MEETING**

**(PUBLIC)**

**Wednesday, 13th July 2022**

**1.30pm – 3.20pm**

**Due to the ongoing impact of the COVID-19 National Emergency the agenda is focussed on priority items with the meeting being held ‘virtually’ and not in Public**

**NOTES OF MEETING**

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| **PRESENT:** | |
| Kathy Cowell | Presiding Chair – Group Chairman |
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| **Governors – Public Constituency:** | |
| Dr Ronald Catlow | Rest of Greater Manchester |
| Margaret Clarke | Trafford |
| John Churchill | Manchester |
| Paul Gibson | Rest of Greater Manchester |
| Janet Heron | Manchester |
| Dr Michael Kelly | Manchester |
| Ann Kerrigan | Manchester |
| Sheila Otty | Rest of England & Wales |
| Carol Shacklady | Rest of Greater Manchester |
| Chris Templar | Eastern Cheshire |
| Christine Turner | Rest of England & Wales |
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| **Governors – Staff Constituency:** | |
| Esther Akinwunmi | Other Clinical |
| Flo Emelone | Non-Clinical & Support |
| Rachel Koutsavakis | Non-Clinical & Support |
| Geraldine Thompson | Lead & Staff Governor (Other Clinical) |
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| **Governors – Nominated Partner Organisations:** | |
| Cllr Chris Boyes | Trafford Borough Council |
| David Brown | MFT Volunteer Services |
| Rev Charles Kwaku-Odoi | Caribbean & African Health Network |
| Circle Steele | Manchester BME Network |
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| **IN ATTENDANCE:** | |
| Angela Adimora | Group Non-Executive Director |
| Prof Dame Sue Bailey | Group Non-Executive Director |
| Peter Blythin | Group Executive Director of Workforce & Corporate Business |
| Julia Bridgewater | Group Chief Operating Officer |
| Tanya Claridge | Acting Group Director of Clinical Governance |
| Sir Mike Deegan | Group Chief Executive |
| Prof Jane Eddleston | Group Joint Medical Director |
| Jenny Ehrhardt | Group Chief Finance Officer |
| David Furnival | Group Director of Operations |
| Nick Gomm | Director of Corporate Business/Trust Board Secretary |
| Nic Gower | Group Non-Executive Director |
| Richard Hogger | Interim Chief Accountant |
| Chris McLoughlin | Group Senior Independent Director/Non-Executive Director |
| Fin McNicol | Group Director of Communications |
| Karen Murray | Partner – Mazars (External Auditor) |
| Simon Walsh | Group Procurement Director |
| John Wareing | Director of Strategy |
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| **NOTES PREPARED BY:** | |
| Donna Beddows | FT Membership Manager/Deputy Trust Board Secretary |
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| **APOLOGIES:** | |
| **Governors:** | |
| Dr Syed Ali | Public Governor - Manchester |
| Ivy Ashworth-Crees | Public Governor - Rest of Greater Manchester |
| John Cooper | Staff Governor - Nursing & Midwifery |
| Lois Dobson | Nominated Governor - Youth Forum |
| Dr Shruti Garg | Nominated Governor - Manchester University |
| Prof Ian Pearce | Staff Governor - Medical & Dental |
| Colin Potts | Public Governor - Rest of Greater Manchester |
| Jane Reader | Public Governor - Trafford |
| Cllr Julie Reid | Public Governor - Manchester |
| Lisa Watson | Public Governor - Manchester |
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| **Directors:** |  |
| Darren Banks | Group Director of Strategy |
| Gaurav Batra | Group Non-Executive Director |
| Barry Clare | Group Deputy Chairman/Non-Executive Director |
| Prof Luke Georghiou | Group Non-Executive Director |
| Gill Heaton | Group Deputy Chief Executive |
| Cheryl Lenney | Group Chief Nurse |
| Miss Toli Onon | Group Joint Medical Director |
| Trevor Rees | Group Non-Executive Director |

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| **Agenda Item 1: Welcome to the Meeting of the MFT Council of Governors & Outline of Meeting Format** | | |
| The Group Chairman (Kathy Cowell) opened the meeting by thanking all present for participating in the Council of Governors (Virtual) Meeting.  Attention was drawn that due to heightened COVID-19 and Hive related commitments of the presenting Trust Officers, the running order/timings of the agenda had been established to permit officers to leave the virtual meeting once they had presented and responded to Q&As from Governors. | | |
| **Decision:**  **Noted** | **Action by:**  **N/A** | **Date:**  **N/A** |

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| **Agenda Item 2: To Receive Apologies for Absence** | | |
| Nick Gomm, Director of Corporate Business/Trust Board Secretary informed participants of the following apologies received:  **Governors:**  Dr Syed Ali - Public Governor (Manchester)  Ivy Ashworth-Crees - Public Governor (Rest of Greater Manchester)  John Cooper - Staff Governor (Nursing & Midwifery)  Lois Dobson - Nominated Governor (Youth Forum)  Dr Shruti Garg - Nominated Governor (Manchester University)  Prof Ian Pearce - Staff Governor (Medical & Dental)  Colin Potts - Public Governor (Rest of Greater Manchester)  Jane Reader - Public Governor (Trafford)  Cllr Julie Reid - Public Governor (Manchester)  Lisa Watson - Public Governor (Manchester).    **Directors:**  Darren Banks - Group Director of Strategy  Gaurav Batra - Group Non-Executive Director  Barry Clare - Group Deputy Chairman/Non-Executive Director  Prof Luke Georghiou - Group Non-Executive Director  Gill Heaton - Group Deputy Chief Executive  Cheryl Lenney - Group Chief Nurse  Miss Toli Onon - Group Joint Medical Director  Trevor Rees - Group Non-Executive Director. | | |
| **Decision:**  **Noted** | **Action by:**  **N/A** | **Date:**  **N/A** |

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| **Agenda Item 3: Declarations of Interest** | | |
| Kathy Cowell, Group Chairman invited Governors to forward any declarations of interest. In response, no declarations of interest were received. | | |
| **Decision:**  **Noted** | **Action by:**  **N/A** | **Date:**  **N/A** |

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| **Agenda Item 4: To approve the minutes of the Council of Governors’ Virtual Meeting (public) on 25th May 2022 and any Matters Arising** | | | | |
| The minutes of the Council of Governors’ ‘virtual’ Meeting (public) held on 25th May 2022 were approved as being an accurate record. | | | | |
| **Decision:**  **Noted** | | **Action by:**  **N/A** | **Date:**  **N/A** | |
| **Matters Arising from Previous Minutes (25th May 2022)** | | | | |
| The Group Chairman (Kathy Cowell) informed Governors that all matters arising from the previous minutes had been progressed. | | | | |
| **Decision:**  **Noted** | **Action by:**  **N/A** | | | **Date:**  **N/A** |

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| **Agenda Item 5: Chairman’s Verbal Report** | | |
| The Chairman (Kathy Cowell) provided a verbal report with the following key information being highlighted:   * Attention was drawn that following advice from the Trust’s Group Chief Nurse  (Professor Cheryl Lenney), in order to keep people safe during the current high levels of COVID-19 prevalence in the community and Trust’s hospitals, the format of this Council of Governors’ Meeting had been changed to a virtual (MS Teams) one. * Currently the Trust is treating over 300 people with Covid with around circa. 3000 staff being absent from work due to illness (significant proportion of whom are absent due to Covid). * Despite the Covid challenges currently being faced, the Trust has achieved its target of treating all patients who have been waiting 104 weeks, or more, for treatment (as at the end of June 2022). Further work is underway to reduce waiting lists with further information being provided by David Furnival (Group Director of Operations) under agenda item 7.2i. * Plans are progressing well in relation to the Hive ‘Go-Live’ implementation date  (8th September 2022) to establish the electronic patient record across all MFT sites. * In keeping with the above meeting arrangements, the Trust’s Annual Members’ Meeting (scheduled for 20th September 2022), will again be held via a virtual format. Film-clips from Directors including the Group Chief Executive (Sir Mike Deegan), Group Chief Finance Officer (Jenny Ehrhardt) alongside the Group Chairman (Kathy Cowell) will be available to view. In addition, a Membership Report from the Lead Governor (Geraldine Thompson), will also be posted on the Trust’s Annual Members’ Meeting webpage (<https://mft.nhs.uk/member-meetings/annual-members-meeting-3/>) with formal invitations to view, being sent to Members. * Attention was drawn that as part of the Council of Governors’ Meeting (being held today), key information in relation to the Trust’s Annual Report, Accounts and Quality Accounts alongside Financial Plans and the Trust’s Annual Plan has been scheduled. This has been arranged in order for Senior Team Officers to dedicate resources to the ‘Hive Go-Live implementation process/date (8th September) therefore the scheduled Governors’ Summer Development Session (arranged for 6th September) will not include these items, on this occasion. An alternative programmed item that has been secured is in relation to the new Health and Care Act (2022) including the key implications for MFT and the role of Governors. Finalised programme details will be shared with Governors over the coming weeks. | | |
| **Decision:**  **Noted** | **Action by:**  **N/A** | **Date:**  **N/A** |

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| **Agenda Item 6: Lead Governor’s Verbal Report** | | |
| The Lead Governor (Geraldine Thompson) provided a verbal report with the following key information being highlighted:   * Attention was drawn that the 2022 Governor election process formally commences tomorrow (14th July 2022) with formal notifications being sent to qualifying members, including Governor colleagues whose term of office is coming to an end. Encouragement was given to Governor colleagues to consider standing again for re-election alongside promoting this opportunity to members and friends. Attention was drawn that Civica (independent election company), will facilitate the election process with their contact details, alongside formal notices and key information being posted on the Trust’s Governor ‘Election’ webpage - <https://mft.nhs.uk/the-trust/governors-and-members/elections/> * The Governor Election results will be formally announced as part of the forthcoming virtual Annual Members’ Meeting Membership Report (film-clip), to be posted for viewing on  20th of September 2022. The following Governor seats are open for election: * Public Governor Seats open in Manchester, Trafford, Greater Manchester and Rest of   England & Wales * Staff Governor Seats open in Nursing & Midwifery, Other Clinical and Non-Clinical &   Support. * Attention was drawn that the Group Chairman/NED Appraisal process alongside the External Auditor appointment process have both been supported by Governor Panels (Council of Governors’ Nominations’ Committees), with their associated recommendations being discussed under the private part of this meeting. | | |
| **Decision:**  **Noted** | **Action by:**  **N/A** | **Date:**  **N/A** |

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| **Agenda Item 7: Group Executive Directors’ Reports** | | |
| Key information in relation to each item presented made available to Governors (in preparation of the meeting), via the ‘*Council of Governors’ Public Meeting Presentation Pack (13th July 2022)*’.  **7.1) Group Chief Executive Officers Report**  Sir Mike Deegan, Group Chief Executive Officer highlighted the key presentations being provided by Executive Directors/Directors in relation to ‘Operational Recovery’, ‘Workforce’ and ‘Hive’.  Ongoing challenges were cited in relation to Covid-19 and Emergency Care pressures which have increased elective waiting lists. The recent achievement of ensuring that no patient waits more than 104 weeks was commended with patient safety being the key focus of the Trust. The Hive (electronic patient record) was highlighted as a key way of supporting and enhancing patient care going forward.  Associated Questions Raised by Governors:  The Trust’s safeguarding plan was highlighted with clarification being sought as to the degree by which Group NEDs are assured that the development of the new Board Assurance Framework (BAF) is working better for the Trust. In response, the new BAF is enabling a direct line of sight across all services so to become a live process which enables the Trust (and NEDs) to further enhance the governance process. This process will be reviewed annually so to ensure that it continues to be fit for purpose. Attention was drawn that each Scrutiny Committee reviews appropriate/related elements (risks) of the BAF to enable deep dives to be undertaken.  The achievements outlined in the Annual Report were highlighted with congratulations being forwarded to the Board, for the amazing work undertaken by staff throughout the past challenging year.  **7.2i) Update on Operational Recovery**  David Furnival, Group Deputy Chief Operating Officer, presented key information in relation to the ‘Operational Recovery’ (including 104 week wait, Cancer, COVID Position and Urgent Care).  Associated Questions Raised by Governors:  Clarification was sought as to whether the increased patient activity pressures were related to an increase in the number of referrals being received. In response, confirmation was provided that some pressures are related to an increase in the number of referrals being received with cancer referrals anticipated to be higher year on year. Attention was drawn that current colorectal related referrals being circa. 15% higher. This is felt to be related to recent awareness campaigns alongside the screening programme age profile, being reduced to 56 years.  Issues were cited in relation to the A&E waiting times. In response, challenges were acknowledged with new patient pathways being developed to triage and stream-line patients to be treated by appropriate healthcare professionals. Attention was drawn to the challenges being experienced in relation to ambulance handovers with new ways of working across the healthcare sector (including GP/Community and local authority colleagues) being highlighted.  **7.2ii) Update on Workforce**  Peter Blythin, Group Executive Director of Workforce & Corporate Business presented key information in relation to ‘Workforce’ (including Total Staff Absence, COVID-19 Absence, Musculoskeletal Absence, COVID-19 Absence and Employee Health and Wellbeing Key Updates).  Associated Questions Raised by Governors:  Clarification was sought as to whether there were any plans in place to support staff following the recent rise in staff absences related to COVID-19. In response, programmes of work around staff health and wellbeing, including mental health support continue to be provided. Attention was drawn that the psychological support service is available to staff via a self-referral system. In addition, staff drop-in-sessions are available across several Hospital sites. Other staff wellbeing initiatives include ‘Freedom to Speak Up’ and ‘Lime Arts’ programmes. A benefits realisation piece of work is being undertaken to determine the key advantages that the various initiatives on offer are providing to staff with more programmes of work being considered to enhance and roll-out going forward. Of note, Governors will be invited to participate in a ‘Lime Arts Wellbeing Session’ as part of the forthcoming Governor Summer Development Session on  6th September 2022.  Attention was drawn to the Government’s recent change of policy around COVID-related NHS staff sickness absence with further clarification being sought. In response, confirmation was provided that the Trust will be implementing the updated national policy provisions in relation to COVID-19 sickness absence. HR colleagues are currenting working with staff-side colleagues to ensure that support is appropriately provided to individuals.  **7.3) Hive Programme update**  Julia Bridgewater, Group Chief Operating Officer and SRO Hive Programme presented key information in relation to the ‘Hive Programme Update’ (including The Journey to Go Live and Our MFT Journey to Hive).  Associated Questions Raised by Governors:  Attention was drawn to the influx of Junior Doctors during the Autumn period which coincides with the Hive ‘Go-Live’ date with clarification being sought as to whether training programmes are to include this key cohort of staff. In response, confirmation was provided that bespoke work streams (via the Medical Directors’ Office) and training programmes have been established in order to ensure all new cohorts of junior doctors and other staff are captured including appropriate Northern Care Alliance colleagues. To date around 40% of staff have been trained with assurance being provided that the programmes underway are successfully delivering training to appropriate staff. Monitoring processes continue to be undertaken to track progress made alongside identifying any issues.  Issues were cited in relation to patient medication/pharmacy prescriptions across the Trust’s hospital sites. In response, assurance was provided that a big programme of work is underway to make improvements to the current system which is being led by the ‘Medications Safety Committee’, with new initiatives including an electronic prescribing system.  Issues were cited in relation to the training arrangements for staff absent from work e.g. sickness, maternity leave etc. In response, confirmation was provided that monitoring systems are in place to identify staff who require training with regular communications being provided to highlight training programmes underway.  Clarification was sought as to whether staff have been enlisted to provide additional face-to-face support (floor walkers) on the ‘Go-Live’ date? In response, confirmation was provided that additional Hive support staff (floor walkers), have been enlisted to provide real-time (face-to-face) support during the initial ‘Go-Live’ days. | | |
| **Decision:**  **Noted** | **Action by:**  **N/A** | **Date:**  **N/A** |

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| **Agenda Item 8: Governance** | | |
| **8.1) To receive the 2021/22 MFT Annual Report and Accounts, External Auditor’s Report and Quality Account**  Nic Gomm, Director of Corporate Business/Trust Board Secretary invited Governors to formally receive MFT’s Annual Report (including the Quality Account), alongside the associated Auditor’s Annual Report (2021/22). Attention was drawn to the significant amount of work that is undertaken to produce a comprehensive report which was formally, laid before Parliament’ on 7th July 2022 and has been published on the Trust’s website.  ***QUALITY ACCOUNT***  Tanya Claridge, Acting Director of Clinical Governance presented key information in relation to ‘Quality Account (2021/22)’ and ‘Quality Priorities – 2022/23’.  Attention was drawn that the content of the ‘Quality Account’ is governed by regulatory guidance with the account being included MFT’s Annual Report. The account includes key quality metrics and performance in relation to clinical audit (national and local) alongside detailing progress made in relation to identified quality priorities. In addition, the ‘Quality Account’ also includes quality priorities for the next financial year. The Quality Priorities for 2022/23 were outlined:   * To understand and reduce unwarranted variation in outcome, experience and safety across the organisation for similar services (the implementation of HIVE will be a key enabler for this priority) * To Implement the National Patient Safety Strategy in full to optimise patient safety learning through the delivery of the Trust’s Patient Safety Profile and Plan aligned to the Trust-Wide Quality and Safety Strategy * To deliver an effective IPC Strategy to support recovery from COVID-19 and continued focus on prevention and control of other healthcare acquired infections * To deliver excellence in patient experience through the MFT quality and patient experience programme and the implementation of the National Patient and Public Involvement in Patient Safety Framework.   ***ANNUAL ACCOUNTS***  Jenny Ehrhardt, Group Chief Finance Officer presented key information in relation to ‘Annual Accounts 2021/22 – Key Highlights’ (including Consolidated Statement of Comprehensive Income, Statement of Financial Position and Statement of Cashflows).  Attention was drawn that income for 2021/22 was nearly £2.5billion of which £2.1billion was in relation to patient care (with remaining £0.3billion being in relation to operating income). Income has increased year on year, due to North Manchester General Hospital joining the Trust (1st April 2021). Of note, MFT’s expenditure was £2.5 billion therefore had an operating deficit before finance costs and non-operating gains and losses of £34 million. This resulted in a £13.3 million net deficit after finance costs and non-operating gains and losses. However on a control total basis, (how regulator considers the Trust’s performance), a £13.1 million surplus was delivered.  ***EXTERNAL AUDITOR REPORTS***  Karen Murray, Partner – Mazars (External Auditor) presented key information in relation to ‘Auditor’s Annual Report (year ended 31st March 2022) – Key Highlights’ (including Audit Opinion on the Financial Statement’, Value for Money, Whole of Government Accounts and Auditor’s Annual Report issued).  In relation to the above ‘Annual Accounts 2021/22’, confirmation was provided that Mazar’s issued their Audit Opinion on 21st June 2022, as follows:  **Financial Statements**   * **Unqualified opinion – financial statements show a true and fair view** * **Auditable elements of the remuneration report were properly prepared**.   **Value for Money**   * Commentary on the Trust’s arrangements covering three sub-criteria (i.e. financial sustainability, Governance and Improving economy, efficiency and effectiveness). * Focus on Trust’s 2022/23 annual planning process * **No significant weaknesses identified.**   **Whole of Government Accounts**   * **Return is consistent with the financial statements.**   Associated Questions Raised by Governors:  Thanks and appreciation were forwarded to the Trust’s Officers for all the work involved in preparing the Trust’s Annual Report, Quality Account and Annual Accounts for 2021/22.  **8.2) Financial Plan 2022/23**  Jenny Ehrhardt, Group Chief Finance Officer presented key information in relation to the ‘Financial Plan 2022/23’.  Attention was drawn that as previously highlighted to Governors, there has been a change to the NHS financial regime with the Trust working closely with the newly formed Integrated Care System i.e. partner organisations as part of the Greater Manchester Integrated Care Board with a balanced revenue plan being submitted in June 2022. As part of this financial planning process, MFT has submitted an associated balanced revenue plan with includes reduced Covid funding which has been replaced by ‘Elective Recovery Funding’ with another key element including the requirement for £117m (5%) waste reduction plans. In addition, capital plans have also been submitted by GM alongside MFT. Of note MFT’s capital plan is £136.4m, of which £68.6m is within the ‘GM envelope’.  Associated Questions Raised by Governors:  Clarification was sought in relation to the potential to lose monies if elective patient activity levels not achieved. In response, confirmation was provided that funding is associated to patient activity levels with challenges being cited in relation to the months ahead. Assurance was provided that the Trust’s Finance Scrutiny Committee is closely monitoring the delivery of the financial plan, with a further update being provided to Governors at the next meeting.    **8.3) To receive the 2022/23 MFT Annual Plan**  John Wareing, Director of Strategy presented key information in relation to the ‘Annual Plan 2022/23’ (copy of plan made available to Governors, in preparation of the meeting, via the ‘*Council of Governors’ Public Meeting Pack – 13th July 2022*’).  Attention was drawn that a final version of the Annual Plan which includes the ‘Financial Plan 2022/23’ section, is now complete (and approved by the Board of Directors).  Thanks and appreciation were forwarded to Governors for their active participation in the plan’s development (as part of the Governors’ Forward Planning Session held on 9th February 2022). Alongside this, an opportunity to forward additional associated comments/views (during March). Key information was also shared with Governors in relation to each Hospital’s progress made against last year plan’s priorities (2021/22 - as at month 9).  As part of the usual annual planning cycle, arrangements will be progressed to review the achievements made against the new plan’s priorities (2022/23), with a regular updates being provided to Governors throughout the coming months.  **8.3) Lead Governor Election Process 2022**  Nick Gomm, Director of Corporate Business/Trust Board Secretary outlined to the Governors that in keeping with the MFT’s Constitution (February 2021), the Lead Governor annual election process will commence in the weeks following MFT’s Annual Members’ (virtual) Meeting  (20th September 2022).  Governors will be formally notified of the election process opening (via e-mail), with associated Lead Governor nominations being sought. The results will be formally announced at the next Council of Governors’ Meeting scheduled for 23rd November 2022. | | |
| **Decision:**  **Update of MFT’s Financial Position to be provided to Governors at the next Council of Governors’ Meeting**  **Regular forward planning updates to be provided to Governors throughout the coming months.**  **Outcome of the Lead Governor Elections (2022) to be outlined at the next Council of Governors’ Meeting** | **Action by:**  **Jenny Ehrhardt**  **Caroline Davidson**  **Nick Gomm** | **Date:**    **23rd November 2022**  **October & December 2022**  **23rd November 2022** |

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| **Date and Time of Next Meeting** |
| **REMAINING 2022 MEETING DATE:**  **Wednesday, 23rd November 2022 at 1.30pm – 4.00pm**  **Nowgen Centre, Oxford Road Campus**  **Please note that in response to the**  **COVID-19 National Emergency, all Council of Governors’**  **meeting arrangements continue to remain under review** |