

**COUNCIL OF GOVERNORS’ MEETING**

**(PUBLIC)**

**Tuesday, 2nd May 2023**

**1.00pm – 3.55pm**

**Conference Rooms 1 & 2**

**City Labs 1.0**

**NOTES OF MEETING**

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| **PRESENT:** | |
| Kathy Cowell | Presiding Chair – Group Chairman |
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| **Governors – Public Constituency:** | |
| Dr Ivan Benett | Manchester |
| Richard Harvey | Rest of Greater Manchester |
| Dr Michael Kelly | Manchester |
| Harold Myers | Rest of Greater Manchester |
| Sheila Otty | Rest of England & Wales |
| Jane Reader | Trafford |
| Chris Templar | Eastern Cheshire |
| Christine Turner | Rest of England & Wales |
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| **Governors – Staff Constituency:** | |
| Flo Emelone | Non-Clinical & Support |
| Eunice Onwuamaegbu | Nursing & Midwifery |
| Karen Scott | Nursing & Midwifery |
| Geraldine Thompson | Lead & Staff Governor (Other Clinical) |
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| **Governors – Nominated Partner Organisations:** | |
| Mayor Chris Boyes | Trafford Borough Council |
| Lois Dobson | Youth Forum |
| Prof Anne-Marie Glenny | Manchester University |
| Rev Charles Kwaku-Odoi | Caribbean & African Health Network |
| Sarah Price | GM Integrated Care Board |
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| **IN ATTENDANCE:** | |
| Angela Adimora | Group Non-Executive Director |
| Nick Bailey | Director of Corporate Workforce |
| Darren Banks | Group Executive Director of Strategy |
| Gaurav Batra | Group Non-Executive Director |
| Lorraine Cliff | Director of Performance |
| Mark Cubbon | Group Chief Executive Officer |
| Jenny Ehrhardt | Group Chief Finance Officer |
| Mark Gifford | Group Non-Executive Director |
| Nick Gomm | Director of Corporate Business/Trust Board Secretary |
| Nic Gower | Group Non-Executive Director |
| Lee Hay | Director of Strategy |
| Prof Cheryl Lenney | Group Chief Nurse |
| Fin McNicol | Group Director of Communications |
| Miss Toli Onon | Group Joint Medical Director |
| Trevor Rees | Group Deputy Chairman |
| Damian Riley | Group Non-Executive Director |
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| **NOTES PREPARED BY:** | |
| Donna Beddows | FT Membership Manager/Deputy Trust Board Secretary |
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| **APOLOGIES:** | |
| **Governors:** | |
| Aysha Ahmad | Staff Governor - Non-Clinical & Support |
| Esther Akinwunmi | Staff Governor - Other Clinical |
| Dr Syed Ali | Public Governor - Manchester |
| Ann Balfour | Public Governor - Trafford |
| David Brown | Nominated Governor - MFT Volunteer Services |
| Dr Ronald Catlow | Public Governor - Rest of Greater Manchester |
| John Churchill | Public Governor - Manchester |
| Paul Gibson | Public Governor - Rest of Greater Manchester |
| Janet Heron | Public Governor - Manchester |
| Dr Gill Hoad-Reddick | Public Governor - Manchester |
| Cllr Afia Kamal | Nominated Governor - Manchester City Council |
| Prof Ian Pearce | Staff Governor - Medical & Dental |
| Cllr Julie Reid | Public Governor - Manchester |
| Carol Shacklady | Public Governor - Rest of Greater Manchester |
| Circle Steele | Nominated Governor - Manchester BME Network |
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| **Directors:** |  |
| Peter Blythin | Group Executive Director of Workforce & Corporate Business |
| Julia Bridgewater | Group Deputy Chief Executive/Senior Responsible Officer for Hive |
| Dr Tanya Claridge | Acting Director of Clinical Governance |
| Prof Jane Eddleston | Group Joint Medical Director |
| David Furnival | Group Chief Operating Officer |
| Prof Luke Georghiou | Group Non-Executive Director |
| Chris McLoughlin | Group Senior Independent Director/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’ Meeting (held in-person). Mark Cubbon, Group Chief Executive Officer was formally welcomed to his first Council of Governors’ Meeting following his appointment.  The Group Chairman highlighted that the format for this meeting had been changed following feedback from Governors to provide an informal networking session between Governors and Group Non-Executive Directors prior to the formal meeting commencing. In addition, the agenda had been reformatted to include a brief overview from each Scrutiny Committee Chair/Group Non-Executive Director to provide key assurance and performance information in keeping with the Governor role. | | |
| **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:**  Aysha Ahmad - Staff Governor (Non-Clinical & Support)  Esther Akinwunmi - Staff Governor (Other Clinical)  Dr Syed Ali - Public Governor (Manchester)  Ann Balfour - Public Governor (Trafford)  David Brown - Nominated Governor (MFT Volunteer Services)  Dr Ronald Catlow - Public Governor (Rest of Greater Manchester)  John Churchill - Public Governor (Manchester)  Paul Gibson - Public Governor (Rest of Greater Manchester)  Janet Heron - Public Governor (Manchester)  Dr Gill Hoad-Reddick - Public Governor (Manchester)  Cllr Afia Kamal - Nominated Governor (Manchester City Council)  Prof Ian Pearce - Staff Governor (Medical & Dental)  Cllr Julie Reid - Public Governor (Manchester)  Carol Shacklady - Public Governor (Rest of Greater Manchester)  Circle Steele - Nominated Governor (Manchester BME Network)  **Directors:**  Peter Blythin - Group Executive Director of Workforce & Corporate Business  Julia Bridgewater - Group Deputy Chief Executive/Senior Responsible Officer for Hive  Dr Tanya Claridge - Acting Director of Clinical Governance  Prof Jane Eddleston - Group Joint Medical Director  David Furnival – Group Chief Operating Officer  Prof Luke Georghiou - Group Non-Executive Director  Chris McLoughlin - Group Senior Independent Director/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: Group Chief Executive Officer’s Overview** | | |
| Mark Cubbon, Group Chief Executive Officer outlined some key highlights from his recent staff engagement activities, which have been widespread across MFT’s hospitals/Managed Clinical Services sites.  Appreciation of the fantastic work and achievements made by each member of staff was shared with Governors. Attention was also drawn to some of the challenges that have been experienced over the past year, with engagement and feedback being used to inform key learning, practices, and plans for the year ahead. A key area of focus is MFT’s elective (routine) waiting lists with the HIVE (electronic patient record) system proving beneficial in identifying areas where patient pathway improvements can be made. The ultimate aim being to alleviate waiting list pressures as a result of effective remedial actions including resources and capacity being deployed.  Financial challenges were cited in relation to the year ahead, with the emphasis being made that an appropriate balance is required to ensure that patient quality and experience remains the key priority going forward within the context of appropriate and sound financial planning. | | |
| **Decision:**  **Noted** | **Action by:**  **N/A** | **Date:**  **N/A** |

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| **Agenda Item 5: MFT Key Updates** | | |
| The Group Chairman invited Darren Banks, Group Executive Director of Strategy to present ‘MFT Key Updates’ to the Council of Governors (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 - May 2023*)’.  The items presented were ‘Operational Delivery’ (including long waits, cancer and urgent care), ‘Quality and Safety’ (including data processes), ‘Maternity Services: CQC Inspection’ (including actions to address concerns raised), ‘Workforce’ (including sickness absence rate and employee health and wellbeing services), ‘Finance’ (including 2022/23 Month 12 Position), ‘Strategy – GM Strategic Planning’ (including Integrated Care Partnership Strategy, Joint Forward Plan and Operational Plan 2023/24) and ‘Strategy – GM ICP Strategy 2023-28’ (including missions, outcomes and commitments).  Associated Questions Raised by Governors:  Further information was requested in relation to the help being provided to staff to support those who are absent from work due to anxiety, stress and depression (circa. 23% of overall absences). In response, a programme of work has been funded via the Trust’s Charity (circa £1.6m) dedicated to the health and wellbeing of staff. Governors were reminded of the various initiatives that have been established over the past year including stress awareness sessions and mental health first aid campions alongside Lime Arts events and workshops to support staff via a variety of forums.  Clarification was sought regarding the Trust’s awareness of maternity concerns that have recently been identified by the Care Quality Commission (CQC). In response, assurance was provided that expectant mothers are being reviewed (triaged) by skilled midwives within a set timeframe (30 minutes) with delay issues being in relation to additional/supporting medical reviews e.g. clinicians. Attention was drawn that additional reviews, deferred by expectant mothers, are at their request due to appropriate triage care being provided by a midwife. Urgent care pressures were outlined in relation to caesarean section delays with plans being progressed to provide additional resources/improved access to theatres. Attention was drawn that the Trust’s Risk Register did incorporate a composite risk for maternity with changes being made to separate out and enhance the associated assurance process. Lessons learnt will be taken on board and disseminated appropriately across the Trust to make further improvements around the identification and recording of risks and associated processes. A detailed comprehensive action plan is in place to address the areas of concern raised by the CQC, with a further update being provided to Governors at the next meeting.  Assurance was sought regarding the staffing levels for maternity services. In response, confirmation was provided that current nursing and midwifery staffing levels are safe however factors around clinicians current working patterns i.e. circa. 40% work less than fulltime has led to a review around staff recruitment and retention practices in addition to sickness absence rates to help inform future ways of working and determine/consider potential alternatives.  Attention was drawn to a recent media article which cited the Trust’s overall performance against key NHS targets, in comparison to other Trusts. In response, challenges and associated negative impacts upon waiting lists/performance as a result of the unprecedented healthcare and mutual aid support provided by the Trust throughout the COVID National Emergency alongside the additional resources required to facilitate the successful implementation of HIVE (electronic patient record) and more recently in terms of Junior Doctors’ industrial action were highlighted. Other key factors were outlined in relation to the data validation processes with confirmation being provided that associated challenges had been shared with the national team. Attention was drawn that further work is underway to identify and, where appropriate, make improvements to patient treatment/follow up activities which in turn will support delivery of the recovery programme alongside enhancing the experience of patients.  The need for effective patient communications as part of the waiting list validation process was highlighted with attention being drawn to the additional support required for minority groups. In response, the waiting list validation process is led by clinicians to ensure that patient clinical priorities are assigned according to urgency (scale P1 – P4), with P1 patients being assigned the most clinically urgent priority. Attention was drawn that as part of the 78-week waiters validation process, contact is made with patients by clinicians via letter and phone (including text messages and phone-calls). Key work to take forward initiatives to address health inequalities is being progressed by the Trust in collaboration with key organisations e.g. Manchester and Trafford Local Care Organisations (M&TLCO), GM Integrated Care Board (GM ICB), with further information being provided to Governors over the coming months. | | |
| **Decision:**  **Update to be provided to Governors regarding the Maternity Services CQC Action Plan Progress**  **Further information regarding MFT’s Operational Performance in comparison to other FTs to be provided to Governors**  **Health inequalities information and programmes of work to be provided to Governors at future meetings** | **Action by:**  **Cheryl Lenney**  **David Furnival**  **Representatives from GM ICB and**  **M&TLCO** | **Date:**  **July 2023**  **June 2023**  **July 2023**  **September 2023** |

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| **Agenda Item 6: Annual Plan 2023/24 Update:** | | |
| Lee Hey, Director of Strategy presented an update in relation to the Trust’s ‘Annual Plan 2023/24’ (including key activities undertaken by Hospital/Managed Clinical Services/Local Care Organisations as part of the plan’s development alongside views being invited and received from Governors, with next steps to be taken to finalise plan).  Jenny Ehrhardt, Group Chief Finance Officer presented an overview of the ‘2023/24 MFT Draft Financial Plan’ (including Financial Plan Summary – Update May 2023, key changes since first plan submission and 2023/24 MFT Waste Reduction Plan).  Associated Questions Raised by Governors:  Clarification was sought regarding reference made to ‘surge funding’ in addition to the allocation of monies for capital expenditure as part of the Trust’s financial plans. In response, the national team has provided additional income across England to help close financial gaps (£4.2m identified to MFT). As part of the Trust’s capital and revenue plans, a number of capital investments are reliant upon the achievement of revenue and waste reduction plans i.e., are contingent upon these being fulfilled. | | |
| **Decision:**  **Noted** | **Action by:**  **N/A** | **Date:**  **N/A** |

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| **Agenda Item 7.1: To approve the minutes of the Council of Governors’ Meeting (public) on 8th February 2023 and any Matters Arising** | | |
| The minutes of the Council of Governors’ Meeting (public) held on 8th February 2023 were approved as being an accurate record.  **Agenda Item 7.2:** **Matters Arising from Previous Minutes (8th February 2023)** | | |
| 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 8: Chairman’s Verbal Report** | | |
| The Chairman (Kathy Cowell) provided a verbal report with the following key information being highlighted:   * Julia Bridgewater has taken on role as the Trust’s new Deputy Chief Executive alongside her role as Senior Responsible Officer for HIVE (electronic patient record). * Funding outcome is awaited in relation to redevelopment of the North Manchester General Hospital site (New Hospital Build Programme) and is anticipated to be received shortly. In the interim, a review of the associated business case will be undertaken alongside plan assessments to make inflationary adjustments and alignment with new build standardisation requirements. * As recently highlighted to Governors, an external Well Led Developmental Review is to be undertaken (Autumn 2023) with the work recently undertaken around governance be put on hold to ensure that future governance structures are in keeping with recommendations from this external review. * A review of MFT’s membership engagement approach is to be undertaken over the coming months to explore ways to further promote and recruit new Members to the Trust and take forward a programme of engagement initiatives over the next 1-5 years of MFT’s development. Governors will be key to this engagement work with feedback and views being invited to help inform this approach going forward. * Given the current volatile situation that has developed in Sudan, the Trust is in discussions with NHS England to determine the support available for the safe return of colleagues (as directed). | | |
| **Decision:**  **Noted** | **Action by:**  **N/A** | **Date:**  **N/A** |

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| **Agenda Item 9: Lead Governor Verbal Report** | | |
| The Lead Governor (Geraldine Thompson) provided a verbal report with the following key information being highlighted:   * The Group Chairman/NED Appraisal process is progressing well with thanks and appreciation being given to Governors who completed the associated questionnaire (97% return rate achieved). Assurance was provided that the overall key findings have been shared with the Group Chairman (as part of the ongoing Group NED appraisal process) alongside Gayna Deacon, as the independent/external appraisal specialist (as part of the Group Chairman’s 360-degree appraisal process). Governors were encouraged to also participate in the associated Group Chairman’s 360-degree Performance Review ‘telephone interview’ process (dates scheduled for May/June 2023). * Attention was drawn that an associated Governor Appraisal Panel is to be convened over the coming weeks with an invitation e-mail being sent to Governors to forward expressions of interest in joining this panel. In keeping with previous years, the panel will meet (early July 2023) to consider the performance findings for both the Group Chairman and each Group NED. An overview will subsequently be presented, with any associated recommendations, to fellow Council of Governors at the next meeting scheduled for  12th July 2023. * Governors were notified that the Trust’s parking renewal system has recently changed with updated information being made available to Governors (via the Membership Team) regarding this new process. * Appreciation was forward to Governors for sharing their meeting format preferences for future Chairman/Governor Sessions. A virtual format has been positively received by the majority of Governors with timing preferences being either 9am or 12.30pm. In keeping with this, the next session is scheduled for 7th June at 12.30pm via MS Teams. In relation to hybrid meetings (held in-person and virtually), feedback from the majority of Governors around their experiences of these was not favourable. | | |
| **Decision:**  **Noted** | **Action by:**  **N/A** | **Date:**  **N/A** |

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| **Agenda Item 10: Committee Reports** | | |
| Group Chairman invited Group Non-Executive Directors to provide an overview of the work that is being progressed at the Board of Directors’ Scrutiny Committees chaired by Group Non-Executive Directors (NEDs).  **Finance and Digital Scrutiny Committee (FDSC)**  Trevor Rees (Chair of the FDSC/Group NED) highlighted some key activities and areas of focus for the FDSC’s programme of work:   * to review and monitor delivery of the Trust’s Financial Plan (2023/24) including financial challenges/waste reduction savings required to support delivery of the plan – further work underway to identify remaining circa. 29% of costs saving schemes * to monitor progress made around the delivery of the Single Hospital Programme/development of North Manchester General Hospital (NMGH) – Government decision awaited regarding the New Hospital Build allocation for NMGH * to support the implementation of the Trust’s Digital Programme – to monitor and progress efficiencies made as a result of the successful implementation of HIVE.   Associated Questions Raised by Governors:  Assurance was sought that financial challenges and associated requirements of the Trust’s Waste Reduction Programme do not lead to patient quality being negatively impacted upon. In response, assurance was provided that waste reduction cost saving schemes go through clinical processes to ensure clinical quality/integrity is not compromised. Attention was drawn that Government is challenging NHS providers to deliver efficiencies (cost savings) with the Trust progressing plans to achieve these over the course of the forthcoming year. Confirmation was provided that where appropriate, successful cost saving initiatives are shared to promote achievements made (Innovation Awards), with examples being cited around carbon reduction/energy saving schemes with further information being provided to Governors at a future session.  **Quality and Performance Scrutiny Committee (QPSC)**  Dr Damian Riley (Chair of the QPSC/Group NED) highlighted some key activities and areas of focus for the QPSC’s programme of work:   * Vascular Team (Arterial Centre) – waiting times improvements to be made as part of the ‘Project Red’ redevelopment plans (new theatres) * Cancer metrics – review of cancer pathways and progress made to achieve targets * St Mary’s Hospital/Managed Clinical Service – update around progress made in relation to Ockenden improvement actions alongside actions being progressed in response to recent CQC inspection report * Health inequalities – review and monitoring of initiatives being progressed to be a regular feature going forward.   **Workforce (formerly Human Resources) Scrutiny Committee (WSC)**  Angela Adimora Chair of the WSC/Group NED) highlighted some key activities and areas of focus for the WSC’s programme of work:   * review and monitoring of the Staff Health & Wellbeing Strategy – delivery of offers, engagement initiatives and key support available * key reporting of staff sickness/absence, recruitment and retention, inequalities – improvement plans being progressed * updates around staff training including mandatory (non-clinical and clinical with associated compliance rates and clinical excellence awards), leadership support/learning, workforce systems/digital support in addition to key Ofsted reports i.e. Apprenticeship schemes.   Associated Questions Raised by Governors:  Further information was requested around the health and wellbeing initiatives for mental health support including associated first aider support. In response, a successful initiative that has been provided for staff is the LIME Arts programme which includes support for staff who have been absence from work over the long-term and/or require mental health support. This new initiative helps staff to work through challenges via creative art therapy. Further support measures are being progressed around the mental health first aider programme (to include additional support for individuals as part of their first aider role).  **Audit Committee (AC)**  Nic Gower (Chair of the AC/Group NED) highlighted some key activities and areas of focus for the AC’s programme of work:   * to review and agree Internal Audit Plan – 2023/24 plan received with regular updates on progress made * to review and agree Counter Fraud Plan - 2023/24 plan received with a key area of focus being around procurement processes * to agree key areas of focus and monitor work of the External Auditors - 2023/24 focus agreed with planned regular reporting.   Associated Questions Raised by Governors:  Clarification was sought as to the meaning of audit. In response, a simple definition of ‘audit’ was outlined namely ‘assurance gained via the investigation/inspection of an organisation's accounts (financial statements), by an independent body.  **Electronic Patient Record Scrutiny Committee (EPRSC)**  Gaurav Batra (Chair of the EPRSC/Group NED) highlighted some key activities and areas of focus for the EPRSC’s programmes of work:   * review and monitoring of the implementation of HIVE (electronic patient record) – assurance received from Deloitte (auditors) that HIVE implementation was ‘exemplar’ * HIVE benefits realisation – planned regular updates on achievements made * Digital progress – initiatives, training and key developments to further enhance staff alongside the Trust’s digital competencies/maturity.   Associated Questions Raised by Governors:  Clarification was sought as to whether a backup system has been established for HIVE. In response, confirmation was provided that robust back up plans/system is in place. | | |
| **Decision:**  **Further information re; MFT’s carbon reduction/energy saving schemes to be provided to Governors at a future session.** | **Action by:**  **Rob Jepson** | **Date:**  **September 2023** |

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| **Agenda Item 11: Governance** | | |
| **11.1) MFT’s Governor Elections/Nominations – 2023**  Nick Gomm, Director of Corporate Business/Trust Board Secretary invited Governors to review the ‘Governor Elections/Nominations (2023)’ paper and highlighted that the election process is due to commence over the coming summer months (notification to be sent to all qualifying members).  Of note, Governor elections are being held in four Public Constituencies alongside three Staff Classes (part of the Staff Constituency). A total of seven Public Governors seats are open to Public Members in Manchester, Trafford, Eastern Cheshire, and Rest of Greater Manchester Constituencies. A total of three Staff Governor seats are open to Staff Members in Medical and Dental, Other Clinical and Non-Clinical & Support Staff Classes.  In addition to the above elected seats, Governor nominations will also be sought from partner organisations.  The results of the elections alongside the nominations received will be formally announced at the forthcoming Annual Members’ Meeting (20th September 2023).  **11.2) MFT’s Council of Governors’ Declaration of Interest Register – 2023/24**  Nick Gomm, Director of Corporate Business/Trust Board Secretary invited Governors to review the Governors’ Declaration of Interest Register (2023/24) which captures the updated declarations received from Governors recently. Governors were thanked for completing their declarations in a timely manner, with attention being drawn that the register will be published on MFT’s website shortly.  Attention was drawn that any changes to interests that occur outside this annual update process, Governors should forward an updated declaration form/information to Donna Beddows (Foundation Trust Membership Manager/Deputy Trust Board Secretary). | | |
| **Decision:**  **Noted** | **Action by:**  **N/A** | **Date:**  **N/A** |

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| **REMAIINNG 2023 MEETING DATES**  **Wednesday, 12th July 2023 at 1.00pm – 4.00pm**  *Nowgen Centre, Oxford Road Campus*  **Wednesday, 22nd November 2023 at 1.00pm – 4.00pm**  *Nowgen Centre, Oxford Road Campus*  **Please note that in response to the**  **COVID-19 National Emergency, all Council of Governors’**  **meeting arrangements remain under review** |