

Council of Governors Meeting

Monday 24 August 2020 at 15.30 – 17.30

This meeting is being undertaken by MS Teams

However, due to social distancing restrictions within the NHS we are not inviting the public to attend this meeting.

AGENDA

Please note that Any Other Business items should be advised to the Chairman before the Meeting

1	15.30	Welcome, Introductions and Apologies for Absence		Alan McCarthy
2	15.30	Declarations of Interests	Verbal	Alan McCarthy
3	15.30	Minutes of Meeting of the Council of Governors held on 6 February 2020 To approve	Enclosure	Alan McCarthy
4	15.30	Matters Arising from the Minutes To note	Enclosure	Alan McCarthy
		<u>LISTENING AND REPRESENTING</u>		
5	15.35	Lead Governor's Report To receive and agree any necessary actions	Enclosure	Lyn Camps
6	15.45	Membership Engagement Committee Report To receive and agree any necessary actions	Enclosure	John Thompson
7	15.50	Patient Experience & Engagement Committee Report To receive and agree any necessary actions	Enclosure	Maggie Davies
8	16.00	Staff Governors Update To receive and agree any necessary actions	Verbal	Staff Governors
9	16.05	Appointed Governors Update (District Cllrs) <ul style="list-style-type: none"> • Worthing Borough Council • Chichester District Council To receive and agree any necessary actions	Verbal Verbal	Cllr Val Turner Cllr Donna Johnson
		<u>ACCOUNTABILITY</u>		
10	16.15	Chief Executive Report to Council To receive and agree any actions	Presentation	Chief Executive

11	16.35	Governors Update from Working Groups To receive and agree any actions	Verbal	John Thompson
12	16.40	Finance and Performance Committee Feedback To receive information on the role of the Committee	Presentation/ Discussion	Lizzie Peers
13	16.55	Report from the Nomination and Remuneration Committee meeting To receive and agree any actions	Enclosure	Glen Palethorpe
		<u>GOVERNANCE</u>		
14	17.00	Council of Governors Work Programme To receive the report on the 2019/20 programme and agree the 2020/21 work programme	Enclosure	Lyn Camps
		<u>OTHER ITEMS</u>		
15	17.05	Patient Communications To receive and agree any actions	Verbal	Jonathan Keeble
16	17.20	Company Secretary Report To take action as required	Enclosure	Glen Palethorpe
17	17.25	Other Business		Alan McCarthy
18	17.30	Questions from the Members of the Public To respond to questions raised with the Company Secretary ahead of the meeting		Alan McCarthy
19		Date of next meeting: To be confirmed.		Alan McCarthy

Glen Palethorpe
Group Company Secretary
Glen.palethorpe@wsht.nhs.uk

Quoracy of Council of Governors Meetings

A meeting of the Council shall be quorate and shall not commence until it is quorate. Quoracy is defined as meaning that the following requirements are all satisfied:

- there shall be present at the meeting at least one third of all Governors (9)
- of those present, at least 51% shall be Elected Governors
- of whom at least two shall be Elected Public Governors

Minutes of the Council of Governors meeting held in Public from 14.00 on Thursday 06 February 2020 in John Bull Room, Worthing Health Education Centre, Worthing Hospital, Lyndhurst Road, Worthing, BN11 2DH.		
Present:	Alan McCarthy John Todd Jill Long Anita MacKenzie John Thompson Andrew Ratcliffe Lyn Camps Patricia Peal Les Willcox Alan Sutton Linda Tomsett Stuart Fleming Gill Yates Jane Ramage Val Turner Ryan De-Vall Warwick George Moira Whitlock Miranda Jose	Chairman Public Governor – Adur Public Governor – Arun Public Governor – Arun Public Governor – Arun Public Governor – Arun Public Governor – Arun (Lead Governor) Public Governor – Worthing Public Governor – Chichester Public Governor – Chichester Public Governor – Chichester Patient Governor Appointed Governor – Arun District Council Appointed Governor – League of Friends Appointed Governor - Worthing Borough Council Staff Governor – Scientific, Technical & Professional Staff Governor – Estates & Facilities Staff Governor – Nursing & Midwifery Staff Governor – Additional Clinical Services
In Attendance:	Dame Marianne Griffiths Fiona Ashworth Maggie Davies Joanna Crane Mike Rymer Alison Ingoe Tim Taylor Jo Fanning Glen Palethorpe Tanya Humphrys	Chief Executive Chief Operating Officer Chief Nurse Non-Executive Director Non-Executive Director Finance Director Medical Director Assistant Director of HR Group Company Secretary Trust Board Secretary (Minutes)

COG/01/20/01	Welcome and Apologies	
1.1	The Chair welcomed the Governors to the meeting.	
1.2	Apologies for absence were noted from: Executive Directors: Karen Geoghegan, Pete Landstrom, Denise Farmer and George Findlay. Non-executive Directors: Patrick Boyle, Jon Furmston, Kirstin Baker and Lizzie Peers Governors: Anna Matthew, Jacqui Campbell, Somnath Mukhopadhyay, Pauline Constable, Kate Galvin, Donna Johnson and John Bull.	
COG/01/20/02	Declarations of Interests	
2.1	There were no declarations of interest.	
COG/01/20/03	Minutes of the Council of Governors meeting held in Public on the 03 October 2019	

3.1	In relation to minute 10.19 Mike Rymer asked for confirmation that the Governors had received the presentation on Mental Health presented to the Quality Assurance Committee in September, Glen Palethorpe advised that the information seminar on Mental Health was yet to take place. Alan McCarthy requested that this be taken as an action to be completed prior to the next Council meeting in April. ACTION: Mental Health presentation to be made to Council of Governors at their meeting in April.	Maggie Davies
3.2	In relation to minute 15.1 this would be amended to read: "Mike Rymer introduced this item to the Council reminding them that this was not the Strategy but a presentation from Oliver Philips on the process for the development of the Trust's clinical strategy and the points within this where the governors' engagement would be actively sought."	
3.3	Subject to the amendment above the minutes of the meeting of the Council of Governors held on the 03 October 2019 were AGREED as correct.	
COG/01/20/04	Matters arising from Minutes	
4.1	The Matters Arising log from the meeting held on the 03 October 2019 was received and agreed the action was completed as this item is on the agenda for the meeting today.	
COG/01/20/05	Lead Governor's Report	
5.1	Lyn Fowler presented the Lead Governors Report and highlighted a number of key areas.	
5.2	Lyn reflected on her first year as a governor explaining what an incredible learning curve it had been having had no experience in the NHS previously.	
5.3	Lyn passed on congratulations from the Council to Karen Geoghegan for winning Finance Director of the Year, Maggie Davies for winning Clinician of the year at the National Healthcare Finance Awards and the Finance team for winning the NHS Finance Award at the Health Business Awards on all the awards recently won.	
5.4	Lyn welcomed new Chief Operating Officer Fiona Ashworth noting that the Council was looking forward to working alongside her, a big thank you was highlighted to both Jill Long and John Thompson for their support throughout the CQC inspection.	
5.5	John Thompson added that the patient catering project had almost come to a conclusion with the visit from Prue Leith last Thursday attending to open the new facility, John noted it had been a fantastic day with an opportunity for all the catering staff to be involved.	
5.6	The Council of Governors RECEIVED the Lead Governor's Report.	
COG/01/20/06	Membership Committee Report	
6.1	John Thompson presented the Membership Committee Report and highlighted the following key areas.	
6.2	The Committee had reflected on how the recruitment of more members would be taken forward and there is ongoing work to strengthen this process	

	and the opportunities available. John highlighted to the Council that there would be a Medicine for All event on Ophthalmology held in Southlands on 11 March, John added that this would be the first time that an event such as this would be held at Southlands so it would be another opportunity to strengthen links in the Community.	
6.3	John advised the Council that it was National careers week in March and the Trust has slots at Worthing Sixth Form and the Regis school which will also enable the team to recruit members and volunteers.	
6.4	Finally, John paid thanks to Sue Hughes for all her support, input and encouragement to the Governors involved in the recruitment and engagement with members since before the Trust achieved Foundation Trust status.	
6.5	The Council of Governors RECEIVED the Membership Committee Report.	
COG/01/20/07	Patient Experience & Engagement Committee Report	
7.1	Glen Palethorpe updated the Council on the recent Patient Experience and Engagement Committee and highlighted the key points from the report.	
7.2	Glen explained that the Committee looked at the supporting information that is reported to the Board within the Trust's integrated performance report and the Committee take a closer look at the issues that feed into that reporting within the area of patient experience and engagement.	
7.3	It was noted that the Committee's membership includes colleagues from the CCG and Healthwatch, allowing the Governors to receive information from them. The last Committee meeting received updates on the two Healthwatch reports and Trust feedback on the implementation of the actions to date. Glen explained that Healthwatch had confirmed that they were pleased with how the Trust had responded to their recommendations for further enhancements to the Trust's processes.	
7.4	It was noted that the Committee did not have anything that needed to be escalated to the Council.	
7.5	The Council of Governors RECEIVED the Patient Experience and Engagement Committee Report.	
COG/01/20/08	Update from Staff Governors	
8.1	Moira Whitlock advised that following the great conversation on the 'Best Place to Work' platform there were some key issues raised in particular relation to how the Trust is sustainable and 'Green'. Moira noted that there was continued focus on the work being undertaken to support the nursing workforce.	
8.2	Ryan De-Vall asked what was being done to support staff with the increase in the number of mental health patients presenting at WSHFT	
8.3	Dame Marianne Griffiths explained that the 'Best Place to Work' forum was part of the wider work that the Trust was doing around the staff survey and noted that this year's results would be presented at Trust Board in March.	
8.4	Jo Fanning explained that the Trust had received some initial analysis from Clever Together the provider of the platform, but due to the huge amount of	

	engagement it had taken longer than anticipated. Jo noted that there were a number of themes many of which the Trust was already aware of and these were being aligned with staff survey results, which will enable the Trust to focus on the key themes highlighted.	
8.5	Marianne explained in relation to the staffing issues that there are a number of matters that the Trust is dealing with in order to have a substantive workforce noting that nursing workforce is a known national issue, but assured the Council that the Trust was exploring all avenues to recruit to the current vacancies and retain its staff.	
8.6	Maggie Davies advised that she had recently attended a meeting with the Chief Nurse from SPFT to discuss some of the more innovative work that the Trusts are discussing in respect of dealing with patients requiring mental health support. Maggie added that there are now a couple of wards at the Trust that have a substantive Registered Mental Health Nurse and it has proved to be really successful. Tim Taylor added that there is a real focus on working with mental health partners to address the issues.	
8.7	Miranda Jose explained to the Council that a lot of the staff don't understand what the role of a staff governor is, together the staff governors have discussed and decided on having a surgery once a month to encourage engagement with staff. Marianne explained that it would also be a good forum for sign posting people who may require help to navigate through the Trust's processes.	
8.8	The Council of Governors RECEIVED The update from the Staff Governors.	
COG/01/20/09	Update from Appointed Governors	
9.1	Val Turner reported on Worthing Borough Councils active involvement with health and wellbeing and advised that the health hub at the Civic Centre was very much on course and it is anticipated that it will make a big difference to a lot of people in the town. It was noted that social prescribing is also going very well and really helping members of the Community, Val added that it will soon be available across all the councils.	
9.2	Dame Marianne Griffiths advised that Western Sussex County Council (WSSC) had recently had a change of leadership and the previous CEO of East Sussex County Council was now also the new CEO at WSSC, in addition it was noted that WSSC had appointed a new director of children services. Marianne also advised that WSHT as a provider had now been invited to be formal part of the Health and Wellbeing Board meetings, Marianne explained that this was a material policy change and very positive change.	
9.3	Alan Sutton advised that Chichester County Council had set aside a sum of money for homeless services, a rural social prescriber was also now in situ in Petersfield which was providing a collaborative approach which had been very well received by the Community.	
9.4	The Council of Governors RECEIVED the Appointed Governors update.	
COG/01/20/10	National Stroke Review Update	
10.1	Tim Taylor provided the Council with an update on Stroke Services and explained that stroke is the leading cause of disability in the UK and there has been a national focus on the development of acute stroke services.	

10.2	Tim explained that locally the Trust has units at both Worthing and Chichester, SSNAP performance published in December 2019 showed that Worthing Hospital achieved a grade A while St Richard's Hospital achieved a grade C.	
10.3	Tim explained that the Trust recognises the need to improve Stroke Services and understands that it would be difficult to deliver two fully compliant HASUs within Western Sussex.	
10.4	The Trust has been a conversation with other health care providers and the CCG for a while in relation to a 'case for change' that was being developed which sets out the ambitions for stroke and made a comprehensive assessment of the Trust's current services against these ambitions.	
10.5	From this case for change, options for delivering the optimum stroke service would be developed. These would include looking at the benefits and risks of creating a single HASU for Western Sussex, either on the Worthing or on the St Richard's site. Tim explained that this would take around a year to develop but would lead to a significant programme of change which he encouraged the governors to be a part of and join in the consultation exercises.	
10.6	The Council of Governors RECEIVED the update on the National Stroke Review.	
COG/01/20/11 Chief Executive update to the Council		
11.1	Dame Marianne Griffiths presented her Chief Executive's Report and highlighted the following key areas.	
11.2	Marianne updated the Council on the previous week's visit [30 January 2020] when the Trust had welcomed celebrity chef Pure Leith and the Health Secretary Matt Hancock, to open the Trust's new kitchen. Marianne commented that it had been a great day, Prue had been very charming and very complimentary of the services, staff and the fantastic food. It was noted that the Secretary of State had also wanted to talk about Patient First, he attended a huddle and met staff and overall it was a very successful and positive day.	
11.3	Marianne highlighted that it had been a really tough winter and took the opportunity to pay a massive thank you to all the staff and volunteers at the WSHFT for going above and beyond. It was noted that the Trust is experiencing high numbers of super stranded patients resulting in delays in discharges, Marianne passed on the thanks of the Board to volunteers, ambassadors for their additional support over this period.	
11.4	The Council was advised that to date the Trust had provided 75.2% of frontline staff with flu vaccinations the highest number of vaccinations the Trust has ever provided, all thanks to a core team of very enthusiastic people.	
11.5	Marianne drew the Council's attention to a number of highlights from the previous month and noted the following diary highlights for the coming months: <ul style="list-style-type: none"> ▪ Acute Network Meetings ▪ NHSI/E site visit ▪ HFMA Awards 	

	<ul style="list-style-type: none"> ▪ National Director of Patient Safety visit (Aidan Fowler) ▪ Volunteers Christmas Thank you event ▪ Green Steering Group ▪ Reducing Abusive Behaviours steering group ▪ Staff briefings – St Richard’s, Worthing, Southlands ▪ Meetings with partner organisations 	
11.6	Marianne then invited the Chief Operating Officer and Finance Director to update the Council on the Trusts operational performance and sustainability.	
11.7	Fiona Ashworth explained that the Trust continued to be very busy at both hospitals, with A&E currently delivering 89.6% against a target of 95% for patients seen within 4 hours. Fiona explained that despite this WSHFT is 11 th best in the country highlighting that nationally it is increasingly busy in Emergency Departments. In relation to RTT the Trust compliance in December was 83.2% of patients seen within 18 weeks, there was a 5% increase in patient referrals from November to December. Fiona explained that the Trust struggled in December in relation to Cancer compliance with a 11% increase in patients referred, Fiona assured the Council there was no evidence of harm to patients and there was ongoing work to return to a compliant position. Finally, the Council was updated in relation to Diagnostics, which was compliant for December.	
11.8	Alison Ingoe advised the Council that at the end of December the Trust was reporting a Quarter 3 surplus of just under £2m as a result of the Trust delivering the quarterly control total the Trust will earn £2.5m of provider sustainability (PSF) income for Quarter 3, bringing the total PSF earned in 2019/20 to £5.4m. Alison explained that the Trust had a further £0.5m to achieve full PSF in Quarter 4.	
11.9	Jo Fanning provided the Council with a brief update on the really positive trends in some of workforce metrics namely that staff turnover has really reduced. Vacancies have decreased and are down to 9.6% with positive work taking place in terms of different ways to recruit. It was noted that rolling sickness absence had also reduced significantly.	
11.10	The Council of Governors NOTED the Chief Executive’s Report and the updates provided by the Chief Operating Officer, Finance Director and Assistant Director of HR.	
COG/01/20/12	Governors Feedback from Working Groups	
12.1	<ul style="list-style-type: none"> ▪ Outpatient Improvement Project <p>John Thompson informed the Council that the first meeting had taken place and was incredibly interesting and evidently very complex due to so many variants. John added that it was hoped that once implemented it is likely to have a positive impact on RTT. Fiona Ashworth added that the Trust’s Outpatient programme is vital to the service the Trust provides to our patients.</p>	
12.2	<ul style="list-style-type: none"> ▪ Rainbow Warriors <p>Stuart Fleming updated the Council on the Rainbow Warriors initiative and explained that it is a voluntary way for staff to identify that they are a safe person to speak to, not only for other members of staff but also patients whilst also promoting Trust values. Stuart explained that it was his intention to run training for all the Governors and NEDs, currently there are over 330 rainbow warriors across all three WSHFT sites.</p>	

12.3	The Council of Governors RECEIVED the Governors Feedback from Working Groups.	
COG/01/20/13	Committee Feedback – Charitable Funds Committee	
13.1	Joanna Crane presented the Committee Feedback on the Charitable Funds Committee (CFC) and explained that the Committee's main goal was to oversee the work of the Trust's dedicated charity Love your Hospital (LYH).	
13.2	Joanna highlighted the 4 key responsibilities of the CFC were to ensure: <ul style="list-style-type: none"> ▪ Compliance with relevant laws and good governance; ▪ That the Charity Strategy is delivered; ▪ That charitable funds are spent appropriately; and ▪ That unspent funds are well looked after. Joanna explained that this was a very different checklist in terms of what the Committee discusses and how it is accountable for the decisions it takes.	
13.3	The Council's attention was drawn to the slide 3 in relation to assurance, compliance and governance, Joanna explained that the Committee regularly reviews Charity Commission publications along with policies and internal controls.	
13.4	Slide 4 of the presentation highlighted the LYH strategy and the overarching themes along with the strategic challenges faced by the Committee and the team trying to deliver the strategy. Joanna explained that LYH had a small but brilliant and dedicated team, incredibly motivated to continuing strengthening the brand that is Love your Hospital.	
13.5	Joanna explained that another key duty of the CFC and the corporate Trustees was to ensure that funds are spent and that in doing so they are spent in a timely way, in line with donor or fundraiser wishes, in line with Charity objectives and in a way that demonstrates public benefit. Joanna explained that the Committee is currently focusing on how to enable spending charitable funds easy and developing a pipeline in conjunction with legacy gifts.	
13.6	Joanna drew the Council's attention to slide 7 of the presentation which highlighted a number of events in the last year supported by LYH, the wonderful 'Thank You' cups handed out to every member of staff by Governors, Ambassadors and senior management, former patient Richard Jackson who has raised over £3,300 for Donald Wilson House following the support he received from them after contracting a bacterial infection, leaving him paralysed from the neck down and most recently the first Fifty Club launch which is encouraging businesses to put their entrepreneurial thinking caps on and raise significant funds for our local hospitals.	
13.7	Jill Long thanked Joanna as Chair of the Committee for all that she does and that the Committee does with the Charity and asked if the Committee had completed a self-assessment against the good governance code. Joanna confirmed that yes a few months ago the Committee had completed a self-assessment, in addition the Committee includes and monitors all the current codes as a regular item on its agenda.	
13.8	The Council of Governors RECEIVED the Charitable Funds Committee Chair feedback on the activities of the Charitable Funds Committee.	

COG/01/20/14	Constitution Review	
14.1	Glen Palethorpe introduced the Constitution Review Report and advised that it was being presented to the Council for approval and that these revisions had been approved by the Trust Board.	
14.2	Glen explained that the review had taken the opportunity to consolidate various supporting documents that had been generated including the Governor Role Description, Lead Governor Role Description and the Code of Conduct into this one document. The supporting documents had not been subject to review for a few years and by consolidating these into the constitution they will be both subject to regular review to maintain their alignment with the main constitution and also be more accessible to new governors.	
14.3	The Council was advised that within the Constitution the approval levels required for significant matters had been aligned to be consistent throughout. This had been set at two thirds of all Governors for such matters as; significant transactions, the removal of the Chair, NEDs or a Governor and changes to the Constitution itself. Other matters it is clear these will be by simple majority of those present, subject to the Council meeting its stated quoracy requirements.	
14.4	Glen drew the Council's attention to the changes detailed on the accompanying cover sheet to the report and noted that these changes had been considered by the Trust Board on 28 November 2019.	
14.5	The Council of Governors APPROVED the changes to the Constitution as agreed by the Trust Board.	
COG/01/20/15	Company Secretary Report	
15.1	Glen Palethorpe presented the Company Secretary report and highlighted the following:	
15.2	Glen began by highlighting to the Council that there was an error on the front sheet of the report which referred to Mr Alan Davies, it was noted that this should be Mr John Davies as detailed within the Key Recommendations section of the front sheet	
15.3	Glen explained to the Council that following the resignation of Horsham Governor Penny Richardson, the Lead Governor and Chair had met with John Davies. Glen explained that the Lead Governor and Chair were recommending Mr Davies to take up the position vacated by Penny.	
15.4	Glen drew the Council's attention to the schedule of meetings, firstly Council meetings which had been reduced to three a year following consultation with the governors and also to the Board meetings for 2020/21 which had been approved by the Board in November 2019.	
15.5	The Council of Governors APPROVED the appointment of Associate Governor Mr John Davies and NOTED the schedule of meetings for 2020/21.	
COG/01/20/16	Any Other Business	
16.1	Tim Taylor introduced a short presentation on the Trust's Quality Priorities for 2020 – 2021.	

<p>16.2</p> <p>16.3</p> <p>16.4</p> <p>16.5</p> <p>16.6</p> <p>16.7</p> <p>16.8</p> <p>16.9</p> <p>16.10</p>	<p>Tim explained that in 2019 the Trust has set out its Quality Strategy for 2019 – 2021 and the goals that would help the Trust focus its improvement work: Avoiding Harm; Reducing preventable mortality and improving outcomes; Improving patient experience</p> <p>Tim provided the Council with an overview of where the Trust was currently performing against the National Patient Safety Thermometer, in relation to avoiding harm against a target of 99% the Trust is currently 98.6% compared to national performance of 97.7%.</p> <p>Avoiding harm priorities for 2020-21 would be; Falls Prevention, Reduction in hospital-associated venous thromboembolism (VTE), Avoidable pressure injury elimination and Reducing orthopaedic surgical site infections (SSIs).</p> <p>Tim explained that recent changes in mortality figures are driven by changes at St Richard's. Tim explained that there was intense focus on the analysis of coding data to ensure that both sites are coding in the same way.</p> <p>It was noted that some of the reducing preventable mortality and improving outcomes priorities for 2020-21 would be; Reducing preventable mortality, Improve the recognition of sepsis and the deteriorating patient and improvement against the 7 day services/hospital at night standard 2.</p> <p>Finally, Tim updated the Council on how the Trust was performing in the Family and Friends Test feedback with Current performance:</p> <ul style="list-style-type: none"> ▪ Inpatients: 97.9% recommendation (goal = 97%) ▪ A&E: 93.7% recommendation (goal = 93%) ▪ Outpatients: 98% recommendation (goal = 97%) ▪ Maternity: 98.5% recommendation (goal = 97%) <p>The improving patient experience quality priorities for 2020-21 would be; overall improving the patient experience programme, reducing noise at night and improve the discharge experience for all patients.</p> <p>Alan McCarthy thanked Tim for the presentation and explained to the Council that a lot of the information within the presentation has would have been seen before through Board reports. However, Alan agreed that it would be circulated to the Council and feedback requested along with confirmation of the 2020/21 quality priorities. ACTION: Quality Priorities presentation to be circulated to Council members for feedback and confirmation of the 2020/21 quality priorities.</p> <p>Val Turner raised a concern in relation to the specialist advisors within the ophthalmology department, Val commented that she had been advised that they would no longer be funded. Val explained that these advisors from Site Support and 4Sight, provided invaluable support to patients and asked of there would be an ongoing service. Dame Marianne Griffiths advised that the Board had not been made aware of any changes but assured the Council that it would be investigated. Val reported that advisors where no longer able to use their room to talk to patients. John Todd reported to the Committee that the advisors use a private room for these discussions and this new room was better than their previous room. ACTION: Contract for Ophthalmology Specialist Advisor services to be clarified and information shared with at the next Council of Governors meeting.</p>	<p>Tanya Humphrys</p> <p>Alison Ingoe</p>
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COG/01/20/17	Date of Next Meeting	
17.1	It was noted that the next Council of Governors Meeting would take place on Thursday 16 April 2020 in the Mickerson Hall, CMEC, St Richard's Hospital, Chichester.	
COG/01/20/18	Questions from the Members of the Public	
18.1	Malcolm Brett asked the Council following a recent appointment he himself had attended, what was being done in relation to follow up appointments for patients at Southlands. Fiona Ashworth agreed to discuss the issue following the meeting in order to prevent the disclosure of personal information.	David McLaughlin
18.2	Malcolm went on to ask about the car park outside the Breast Care Centre commenting that there had been a lot on social media regarding the pay and display aspect of the car park rather than the car park using pay on exit. Dame Marianne Griffiths commented that she had not been made aware of any complaints but this would need to be discussed with David McLaughlin Director of Estates and Facilities to determine if there was a wider issue. ACTION: Update on parking by the Breast Care Centre to be provided at the next Council of Governors.	
18.3	Finally, Malcolm advised the Council that the League of Friends at Southlands would be 70 years old the following day [Friday 07 February].	

Tanya Humphrys
Trust Board Secretary
January 2020

Signed as a correct record of the meeting

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Chair

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Date

MATTERS ARISING FROM PUBLIC MEETING OF THE COUNCIL OF GOVERNORS

MATTERS ARISING FROM THE MEETING HELD ON 06 February 2020				
Minute Ref	Description of Action	Responsible Person	Deadline	Report
COG/01/20/03	Mental Health Mental Health presentation to be made to Council of Governors at their meeting in April.	MD	Completed	Included on the agenda for the next meeting.
COG/01/20/16.9	2020/21 Quality Priorities Presentation to be circulated to Council members for feedback and confirmation of the 2020/21 quality priorities.	TH	Completed	Presentation and a request for feedback emailed to Governors on 11 February 2020.
COG/01/20/16.10	Ophthalmology Contract for Ophthalmology Specialist Advisor services to be clarified and information shared with at the next Council of Governors meeting.	AI	Completed	<p>The Sight Care Advisor Service (SCA) is provided by 4Sight Vision Support.</p> <p>This is a sight loss charity that has been supporting visually impaired people in West Sussex since 1921. The SCA team members (employed directly by 4Sight Vision support) are based in the eye clinics at Southlands and SRH supporting people at the point of diagnosis of irreversible sight loss. The SCA service has been working with the eye clinics for circa 21 years. We believe they provide services elsewhere in West Sussex as well.</p>



				<p>The SCA team provide a vital service and help with access to support at home and also help with completion of the Certificate of Vision Impairment.</p> <p>We met with the CEO of the Charity with Masoud Teimory (Consultant Ophthalmologist) prior to Christmas and the CEO referenced a reduction in their source of funds through charitable donations etc., which had placed the continuation of the SCA service at risk from 1 April. At the time, we knew that WSHFT were not commissioning the service or indeed sub-contracting, this was a co-located service. Since that meeting, we have been in contact with Pennie Ford at the CWS CCG and they have not commissioned this service either. The CEO of the charity has been in discussions with the CCG as well and also WSCC. Since we became aware of the risk to the service we have escalated this internally and to the finance/ contracting team and have also placed on the Divisional Service Development list for visibility.</p> <p>So whilst WSHFT are helping to raise the profile of the service, the future of the service needs to be part of a commissioning conversation as we are not resourced to be able to take on this service and wouldn't have the skills necessarily as it's not a service we have previously delivered.</p>
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Agenda Item:	5	Meeting:	Council of Governors	Meeting Date:	24 August 2020
Report Title:	Lead Governor's Report				
Sponsoring Executive Director:	Lyn Camps, Lead Governor				
Author(s):	Lyn Camps, Lead Governor				
Report previously considered by and date:					
Purpose of the report:					
Information	<input checked="" type="checkbox"/>	Assurance	<input type="checkbox"/>		
Review and Discussion	<input type="checkbox"/>	Approval / Agreement	<input type="checkbox"/>		
Reason for submission to Trust Board in Private only (where relevant):					
Commercial confidentiality	<input type="checkbox"/>	Staff confidentiality	<input type="checkbox"/>		
Patient confidentiality	<input type="checkbox"/>	Other exceptional circumstances	<input type="checkbox"/>		
Link to Trust Strategic Themes:					
Patient Care	<input type="checkbox"/>	Sustainability	<input type="checkbox"/>		
Our People	<input type="checkbox"/>	Quality	<input type="checkbox"/>		
Systems and Partnerships	<input type="checkbox"/>				
Any implications for:					
Quality					
Financial					
Workforce					
Link to CQC Domains:					
Safe	<input type="checkbox"/>	Effective	<input type="checkbox"/>		
Caring	<input type="checkbox"/>	Responsive	<input type="checkbox"/>		
Well-led	<input checked="" type="checkbox"/>	Use of Resources	<input type="checkbox"/>		
Communication and Consultation:					
Executive Summary:					
This report provides the Council with an update of activities up to the end of July 2020					
Key Recommendation(s):					
The Council is asked to NOTE this report.					

LEAD GOVERNOR'S REPORT TO THE COUNCIL OF GOVERNORS **August 2020**

I doubt anyone could have estimated the enormity of Covid-19 and the impact it would have on us all. Those first few days felt eerily like something from a science fiction movie.

Asking staff across the Trust to go into battle with a virus that little was known about, must have been difficult and extremely worrying in regards to keeping patients and staff safe. I am sure the “patient first” methodology embedded in the Trust has contributed massively to the way the Trust has approached the pandemic. Anyone going into the Trust hospitals at this time will have seen a huge amount of purpose and energy from all the staff and as always, a smile!

The Governors would like to pass on our heartfelt thanks to **all** the staff for being so incredibly resilient, brave and amazing in the most incredible times. Just phenomenal.

As always some good comes out of adversity and we have been delighted to hear how “collaborative and innovative” all the partners have been and the positive impact “technology” has had, both in the way the Trust can offer services but also new ways of working ie working from home.

On the 23rd March, we ceased all face to face Governor meetings and received updates via email from the Trust. However, we have continued to be busy and many Governors found new ways to support the trust whilst shielding and some of our Governors continued to work as normal, such as our Staff and Appointed Governors. A few non shielding Governors continued to support the trust in a voluntary support role.

Western Sussex Hospitals NHS Foundations Trust and Brighton & Sussex Hospitals NHS Foundation Trust proposed Merger

In early July the boards of Westerns Sussex NHS Foundation Trust and Brighton & Sussex University Hospitals Trust agreed to pursue a merger to create a single organisation.

The ambition is to create a vibrant, supportive organisation, where staff can develop, innovate and support outstanding care.

Naturally, there are some concerns from both staff and the public but overall the proposal is being well received and not unexpected as the Trusts have already seen significant benefits from working together for the last 3.5 years.

The Governors look forward to supporting this exciting initiative.

Most of the Governors have had examples of fantastic care shared with them and without exception, they always mention how Western Staff “go above and beyond”. It has been interesting watching the dynamics change on the non covid wards with patients unable to have visitors but their laminated messages from family and friends placed around their beds and chatting to each other and staff and keeping each other buoyed up has been quite lovely.

We have all been delighted to see the public response to the NHS and hope this continues as the NHS works hard to restore services whilst retaining capacity for Covid-19. Certainly, the challenges will continue and as Governor, we will need to support the Trust and its messaging in our conversations with the public.

During July we started to resume Governor meetings and briefings remotely using technology ie Microsoft Teams. On the whole, despite some hiccups it has been well received and a great way to resume our roles within the Trust.

We have seen such a vast amount of donations from local businesses, national companies and our Community, and just one example that Governors were lucky enough to be involved in was:

Shopability

At the start of the Pandemic, supermarkets were stripped bare of essentials, giving our key workers a challenge in regard to feeding themselves and their families. A local MP Tim Loughton worked with Theo Cronin in the Trust and a number of Governors and Councillors and created a “not for profit”, pop up shop for NHS staff to purchase essential items. From an initial dry run, the shop ran for the first month of lockdown and then expanded from essentials to free meals thru to end of July. In addition, Sainsburys Chichester extended their evening opening time to support NHS staff coming off the evening shift to 9.15. This initiative received a huge amount of support from local supermarkets and businesses, all of whom donated their perishables, free meals, bread, pies, curries, cakes and their personal commitment to support all NHS Staff. A huge thank you to everyone and such a worthwhile and humbling project for the Governors to be invited to support.

To say the volume of donations and support has been overwhelming is a huge understatement and we look forward to hearing the plans for the “financial donations” towards staff well being.

Project Wingman

What a lovely initiative to bring into the Trust to support Staff. The pictures look like everyone loved having Project Wingman at Western.

Governor Programmes

Many of the Governors have joined workstreams in regard to the 3R's in restoring services to the hospitals and also to support a review of the Constitution prior to the BSUH merger. We look forward to being involved in these significant projects.

Governors are involved in the new Worthing multi faith room design which is due to be completed by the end of year.

The Green Project – Patient first, Planet first

The new” Patient first, Planet first” campaign clearly defines how important it is to the Trust to reduce its impact on the environment and as Governors we are actively involved in a number of project and many of us are now Green Ambassadors. This is clearly a significant project for the trust, and we hope the new campaign will drive some real super results and we can all play a part.

The hospitals are open

The Governors had some concern that whilst there was much advertising on social media in regard to the A&E and hospitals been open and the things that were being done to keep patients and staff safe, there were some people in our constituencies who did not access technology and had not seen the messaging. Governors can help support this messaging whilst talking to members of our community.

Friends of WSHT Hospitals

Jane Ramage explained the challenges faced by “Friends” during the pandemic as they needed to close the St Richards and Southlands shop which is run by volunteers along with the “trolley” that visits wards. This has had a significant impact on earnings and therefore will impact the projected funding for new hospital equipment that Friends support. The shop has now reopened but on reduced hours

Worthing Friends shop remained open throughout as this is staffed by employees rather than volunteers but obviously without visitors or outpatients, revenue has been impacted.

Jane explained that “Friends” had been giving occupational therapists W H Smith vouchers to allow them to buy newspapers for patients.

Hospital Radio

With patients unable to receive visitors who might make requests on their behalf, Chichester Hospital Radio were keen to find a way to reach patients to learn their preferences and receive requests. They have now produced leaflets to put on the wards and staff are helping patients to make requests.

New Governors

A warm welcome to two new Governors:

John Davies who joins us as an Associate Governor for Horsham replacing Penny Richardson who recently retired. John brings with him a wealth of experience in Education.

Mike McGill who joins as an appointed Governor for West Sussex County Council having recently completed a career in the Navy.

What do Governors do?

It has over the last few months become apparent that both the public and staff don't really understand the role of “Governors” and we thought we would try a new approach to “promoting” the role. It will be done in conjunction with trying to create interest, to attract new Governors and volunteers. @western is a publication that goes out monthly to all of the Trust members. Communications have produced a “questionnaire” for the Trust Governors and will use this to develop “interesting content” and promote the role of Governors and the areas we are involved in across the Trust.

Agenda Item:	6	Meeting:	Council of Governors	Meeting Date:	24 August 2020
Report Title:	Membership Engagement Committee Report				
Sponsoring Executive Director:	John Thompson, Deputy Lead Governor				
Author(s):	John Thompson, Deputy Lead Governor				
Report previously considered by and date:					
Purpose of the report:					
Information	<input checked="" type="checkbox"/>	Assurance	<input type="checkbox"/>		
Review and Discussion	<input type="checkbox"/>	Approval / Agreement	<input type="checkbox"/>		
Reason for submission to Trust Board in Private only (where relevant):					
Commercial confidentiality	<input type="checkbox"/>	Staff confidentiality	<input type="checkbox"/>		
Patient confidentiality	<input type="checkbox"/>	Other exceptional circumstances	<input type="checkbox"/>		
Link to Trust Strategic Themes:					
Patient Care	<input type="checkbox"/>	Sustainability	<input type="checkbox"/>		
Our People	<input type="checkbox"/>	Quality	<input type="checkbox"/>		
Systems and Partnerships	<input type="checkbox"/>				
Any implications for:					
Quality					
Financial					
Workforce					
Link to CQC Domains:					
Safe	<input type="checkbox"/>	Effective	<input type="checkbox"/>		
Caring	<input type="checkbox"/>	Responsive	<input type="checkbox"/>		
Well-led	<input checked="" type="checkbox"/>	Use of Resources	<input type="checkbox"/>		
Communication and Consultation:					
Executive Summary:					
This report provides the Council with an update of activities up to the end of July 2020					
Key Recommendation(s):					
The Council is asked to NOTE this report.					

MEMBERSHIP ENGAGEMENT REPORT

AUGUST 2020

Immediately prior to Covid-19 we had a successful Medicine for All event at Southlands Hospital on Common Ophthalmic Problems led by Mr Masoud Teimory. Recent Cancer Care Group attendees have been signed up by Miranda Jose. National Careers Week in early March provided a good opportunity to make contact with and recruit younger people – we obtained over 40 applications for membership from two schools and Worthing 6th Form College, the latter was brilliantly supported by colleagues from the Trust's Professional Development team.

Since Covid-19 lockdown and beyond, the immense pressure on all Trust staff and the introduction of social distancing requirements, membership activities have ground to a halt. Although a very well received @Western Newsletter was sent to members in early June by the Trust's Communications Team.

Looking ahead, I think that there are going to be some useful messages that we might use to both recruit new Members and engage with members:

- Raised awareness of the NHS and a heightened national passion for what our hospitals do
- How everyone at WSHT rose to the challenge of C-19 in our area
- Changes in the delivery of Hospital services – e.g. greater use of virtual consultations (telephone and MS Teams/Zoom)
- Further changes that will follow as we resume normal services and ramp up delivery of care – work has started in getting cancer patients into care
- Opportunities that will be taken over time to improve services – much greater use of digital opportunities (e.g. Patient Knows Best and electronic Triage at A&E)

I believe all this suggests that the next couple of months would be a good time to launch an admittedly passive recruitment effort – through social media and the press. We need to engage with members and hear their views. On-line public meetings – Public Board and Council of Governors are a starting point.

Turning to the merger of WSHT and BSUH. The new Trust will be a Foundation Trust. While WSHT is already an FT with established governance and a good membership in place, BSUH is not. This means revision of the Constitution and Council of Governors. The main impacts for will be:

- Helping to set up the new constituencies and recruiting members in the BSUH constituencies
- Attracting people to stand for election as Governors, especially in the Brighton and Mid-Sussex constituencies.

We look forward to working with the Trust through the Reference Groups and the Council of Governors to attract a younger more representative membership who have an opportunity to have their say in the new post-Covid developments and the extension of the Constitution to cover BSUH.

John Thompson
August 2020

Agenda Item:	7	Meeting:	Council of Governors	Meeting Date:	24 August 2020
Report Title:	Report from Patient Experience and Engagement Committee Meeting Chair				
Sponsoring Executive Director:	Maggie Davies, Chief Nurse				
Author(s):	Maggie Davies, Chief Nurse				
Report previously considered by and date:	N/A direct report to Council				
Purpose of the report:					
Information	<input type="checkbox"/>	Assurance	<input checked="" type="checkbox"/>		
Review and Discussion	<input type="checkbox"/>	Approval / Agreement	<input type="checkbox"/>		
Reason for submission to Trust Board in Private only (where relevant):					
Commercial confidentiality	<input type="checkbox"/>	Staff confidentiality	<input type="checkbox"/>		
Patient confidentiality	<input type="checkbox"/>	Other exceptional circumstances	<input type="checkbox"/>		
Link to Trust Strategic Themes:					
Patient Care	<input checked="" type="checkbox"/>	Sustainability	<input type="checkbox"/>		
Our People	<input checked="" type="checkbox"/>	Quality	<input checked="" type="checkbox"/>		
Systems and Partnerships	<input checked="" type="checkbox"/>				
Any implications for:					
Quality					
Financial					
Workforce					
Link to CQC Domains:					
Safe	<input checked="" type="checkbox"/>	Effective	<input checked="" type="checkbox"/>		
Caring	<input checked="" type="checkbox"/>	Responsive	<input checked="" type="checkbox"/>		
Well-led	<input checked="" type="checkbox"/>	Use of Resources	<input checked="" type="checkbox"/>		
Communication and Consultation:					
Executive Summary:					
<p>The Patient Experience and Engagement Committee met on 27 July 2020. The meeting was quorate and was attended by the CCG.</p> <p>The Committee received the Trust's Annual Patient Experience Report, an update on the Hospital discharge processes and how these were adapted in response to Covid 19 requirements, the Trust's 2019/20 Patient Led Assessment of the Care Environment. The Committee also heard from the CCG as to their planned programme of engagement events.</p> <p>As a result of the reports and information provided the Committee was assured over the actions taken to continue to enhance patient experience in respect of the services the Trust provides.</p>					
Key Recommendation(s):					
<p>The Council is asked to NOTE the assurances received at the meeting and that the Committee referred no matters to the Council of action.</p>					

COMMITTEE HIGHLIGHTS REPORT TO COUNCIL

Meeting	Meeting Date	Chair	Quorate	
			yes	no
Patient Experience and Engagement Committee	27 July 2020	Maggie Davies	✓	<input type="checkbox"/>
Declarations of Interest Made				
There were no declarations of interest				
Assurance received at the Committee meeting				
<ul style="list-style-type: none"> ▪ The Committee RECEIVED the Trust's Annual Patient Experience Report for 2019/20 which provided information on the Trust's performance against a range of measures including friends and family recommended rates, complaints and PALS concerns. The Committee was ASSURED in respect of the Trust's reported performance against these measures and provided feedback on the value PALS brings to patient and their families through timely support with their queries and questions. ▪ The Committee RECEIVED the Trust's 2019/20 Patient Led Assessment of the Care Environment (PLACE) reports for both Worthing and St Richards hospitals. The Committee were pleased to note that for each element (which include assessment of cleaning, quality of the food and hydration of patients, support for patient privacy and dignity, space condition, appearance and maintenance, dementia care and accessibility and support for the disabled) the Trust scored above the national hospital average. Given changes to the PLACE methodology for 2019/20 it was not possible to provide direct comparisons to the Trust's prior scores but the Committee as ASSURED by each domain score being above the national hospital average. ▪ The Committee RECEIVED an update on the Trust's discharge processes and was provided within information on how these had been adapted during the Covid-19 pandemic to deal with changing national requirements and guidance. ▪ The Committee RECEIVED an update from the CCG on the range of engagement activities they were undertaking. 				
Actions taken by the Committee within its Terms of Reference				
There were no specific decisions taken by the Committee at this meeting.				
Items to come back to Committee (Items Committee keeping an eye on)				
The Committee confirmed that for the next Committee that they would receive information on how the Trust engaged with patients and their families during the Covid-19 pandemic and how the Trust intends to continue to support patients and families when they are within the Trust's hospitals.				
Items referred to the Board or another Committee for decision or action				
Item			Referred to	
The Committee referred no matters to other Council for action.				

Agenda Item:	13	Meeting:	Council of Governors	Meeting Date:	24 August 2020
Report Title:	Report from the Nomination and Remuneration Committee meeting				
Sponsoring Executive Director:	Glen Palethorpe – Company Secretary				
Author(s):	Glen Palethorpe – Company Secretary				
Report previously considered by and date:					
Purpose of the report:					
Information	<input checked="" type="checkbox"/>	Assurance	<input checked="" type="checkbox"/>		
Review and Discussion	<input type="checkbox"/>	Approval / Agreement	<input type="checkbox"/>		
Reason for submission to Trust Board in Private only (where relevant):					
Commercial confidentiality	<input type="checkbox"/>	Staff confidentiality	<input checked="" type="checkbox"/>		
Patient confidentiality	<input type="checkbox"/>	Other exceptional circumstances	<input type="checkbox"/>		
Link to Trust Strategic Themes:					
Patient Care	<input type="checkbox"/>	Sustainability	<input type="checkbox"/>		
Our People	<input checked="" type="checkbox"/>	Quality	<input type="checkbox"/>		
Systems and Partnerships	<input type="checkbox"/>				
Any implications for:					
Quality					
Financial					
Workforce					
Link to CQC Domains:					
Safe	<input type="checkbox"/>	Effective	<input type="checkbox"/>		
Caring	<input type="checkbox"/>	Responsive	<input type="checkbox"/>		
Well-led	<input checked="" type="checkbox"/>	Use of Resources	<input type="checkbox"/>		
Communication and Consultation:					
Executive Summary:					
<p>The Nomination and Remuneration Committee met on the 18 June 2020.</p> <p><u>Chair Appraisal</u></p> <p>In respect of the Chair the Committee received a report from the Trust’s Senior Independent Director (SID) who undertook the appraisal of the Chair. The Committee received information on the Chair’s 360 degree feedback and the Chair’s own self-reflection. The Committee agreed that the performance rating of “strong” was a correct reflection of the Chair’s performance over the previous year.</p> <p>The SID informed the Committee of the objectives set for the Chair including a proposed objective set by the lead governor on behalf of the governors. The Committee agreed the lead governor set objective for the Chair, that being “<i>Continue to strengthen relationships with Governors</i>”.</p> <p>The Committee received confirmation that the appraisal had confirmed the Chair remained a fit and proper person in accordance with the CQC regulations. The Committee agreed there was nothing that they needed to refer to the Council in respect of the Chair’s performance.</p> <p><u>Non Executive Director Appraisals</u></p> <p>In respect to the Non Executives Directors the Committee received a report from the Chair who had undertaken each of the NEDs appraisals. The Chair presented information from each of the NEDs 360 degree feedback process and their self-reflections in respect of their performance. The Committee agreed that the performance rating of “strong” was a correct reflection of each NEDs</p>					

performance over the previous year.

The Committee was informed of the suite of objectives set for each NED with a request that there be a governor set objective added to those set by the Chair. The Committee on behalf of the Governors set an Objective for each NED this being *“Governors would like to develop a stronger relationship and understanding with each of the NEDs to gain a better understanding of each other’s role”*.

The Committee received confirmation that the appraisals had confirmed each NED remained a fit and proper person in accordance with the CQC regulations The Committee agreed there was nothing that they needed to refer to the Council in respect of any of the NEDs performance

Key Recommendation(s):

The Council **NOTE** that the appraisals did not identify any matters that need referring to the Council for consideration in respect of the Chair or the NEDs failing to remain fit and proper persons.

The Council **NOTE** the governor set objectives for the Chair and each NED.

Agenda Item:	14	Meeting:	Council of Governors	Meeting Date:	24 August 2020
Report Title:	2019/20 Council Work Programme performance & draft 2020/21 Work Programme				
Report Presenter:	Alan McCarthy Chair / Lyn Fowler				
Author(s):	Glen Palethorpe – Group Company Secretary				
Report previously considered by and date:					
Purpose of the report:					
Information	<input type="checkbox"/>	Assurance	<input type="checkbox"/>		
Review and Discussion	<input type="checkbox"/>	Approval / Agreement	<input checked="" type="checkbox"/>		
Reason for submission to Trust Board in Private only (where relevant):					
Commercial confidentiality	<input type="checkbox"/>	Staff confidentiality	<input type="checkbox"/>		
Patient confidentiality	<input type="checkbox"/>	Other exceptional circumstances	<input type="checkbox"/>		
Link to Trust Strategic Themes:					
Patient Care	<input checked="" type="checkbox"/>	Sustainability	<input checked="" type="checkbox"/>		
Our People	<input checked="" type="checkbox"/>	Quality	<input checked="" type="checkbox"/>		
Systems and Partnerships	<input checked="" type="checkbox"/>				
Any implications for:					
Quality					
Financial					
Workforce					
Link to CQC Domains:					
Safe	<input type="checkbox"/>	Effective	<input type="checkbox"/>		
Caring	<input type="checkbox"/>	Responsive	<input type="checkbox"/>		
Well-led	<input checked="" type="checkbox"/>	Use of Resources	<input type="checkbox"/>		
Communication and Consultation:					
Executive Summary:					
Attached is a performance against the 2019/20 work programme for the Council along with the draft work programme for 2020/21.					
Key Recommendation(s):					
The Council of Governors is asked to note the performance against the 2019/20 work programme by the Council and approve the 2020/21 work programme for the Council.					

WESTERN SUSSEX NHS HOSPITALS FOUNDATION TRUST COUNCIL OF GOVERNORS ANNUAL PROGRAMME

OBJECTIVES FOR GOVERNORS ANNUAL PROGRAMME

1. **To approve and then implement the Council of Governors Annual Programme for 2019-2020;**

Delivery - The programme will be approved at the CoG meeting in July 2019, after consideration at pre-CoG in June 2019. Update will be provided by the lead governor to the CoG meetings for 2019/20

OUTCOME – ACHIEVED the programme was agreed in July 2019 and this report provides information on its delivery

2. **To implement the membership strategy as developed by the Membership Committee, with a view to improving the levels of membership from under represented and hard to reach groups;**

Delivery – Progress on the delivery of the Membership Strategy will be provided by the Chair of the Membership Committee at each CoG meeting (July, October and January). Membership numbers across the various member groups are reported to the Membership Committee.

OUTCOME – ACHIEVED information from the Membership Committee has been provided to the Council of Governors. The Membership Committee has in place a number of activities to seek to engage particularly with under represented groups. The membership numbers have however fallen slightly over the last year although they remain above the agreed 1½% of the Trust population target.

3. **To engage with the FT Board to feed in the views of the membership and wider public into the FT's formulation of its strategic priorities;**

Delivery– Two joint workshops have been established in June 2019 and December 2019 whereby the views of the Governors will shape the FTs strategy.

OUTCOME – ACHIEVED workshops were undertaken one in relation to the progress with the development of a group and the other in relation to the Trust’s developing clinical strategy. These workshops with the Board were well received and should continue into 2020/21.

4. **To receive and consider the FT Board’s plan for the management contract with Brighton and Sussex University Hospitals NHS Trust to ensure that a sound process has been applied in determining the plan post 31/3/2020;**

Delivery – The Governors will be engaged in the review of and agree the Board recommendation

OUTCOME – ACHIEVED this was done and the Council agreed with the Board recommendation to pursue the development of a Group structure and to allow this to happen the Council agreed with the Board’s recommendation to secure an extension of upto one year for the current management contract with BSUH.

5. **To continue to “hold to account” the Non Executives in their delivery of their roles as Non Executives of the Trust in respect of the performance of the FT;**

Delivery – The Governors will continue to hold meetings with the Chair and Non Executives across 2019/20 (May, September and January). The Governors will provide feedback on the NEDs performance through the lead governor / deputy lead governor for their respective appraisals during May 2019.

OUTCOME – ACHIEVED regular meetings were held with the Governors and NEDs and these were used to provide feedback for the NED appraisals and also helped shape a governor led appraisal objective for the Chair and each NED.

6. **To receive the outcome of the annual performance appraisals for the Chair and NEDs and consider the appropriate remuneration levels of the WSHFT Chair and the Non Executive Directors and consider as appropriate any terms of office extension;**

Delivery – The Governors through the Nomination and Remuneration Committee will receive a report from the Chair in respect of the NEDs and the SID in respect of the Chair on the 2018/19 annual appraisals. The CoG in July will consider and approve any decision on the Chair and NED remuneration.

OUTCOME – ACHIEVED the Governor Nomination and Remuneration Committee considered the reports from the Chair and SID and provided a report to the Council on the continued appointment of the Chair and NEDs.

7. **To appoint new NEDs where their terms of office expire;**

Delivery – The Governors will take an active role in the recruitment of new NEDs who's terms of office expire and can not be extended as they have served the maximum time allowed.

OUTCOME – the Governor led recruitment process for the replacement of the retiring Audit Committee Chair was undertaken and the outcome was that an associate NED was appointed. The recruitment for the substantive replacement to the retiring Audit Committee Chair will now form part of the work on the assessment of the NED skills and requirements for the developing group.

8. **To participate in activities within the FT that offer the opportunity to contribute to improvements in patient experience**

Delivery – The Governors will continue to take part in service development working groups (including outpatients) and peer reviews of Trust Services.

OUTCOME – ACHIEVED The Governors have continued to take part in the working groups for key improvement areas, including catering, noise at night, reducing abusive behaviours and sustainability. This support and involvement continues to add value and should continue into 2020/21

WESTERN SUSSEX NHS HOSPITALS FOUNDATION TRUST COUNCIL OF GOVERNORS ANNUAL PROGRAMME

OBJECTIVES FOR GOVERNORS ANNUAL PROGRAMME 2020 - 21

1. To approve and then implement the Council of Governors (COG) Annual Programme for 2020-2021;

Delivery - The programme will be approved at the CoG meeting in April 2020. Update will be provided by the lead governor to the CoG meetings in their report to Council.

2. To implement the membership strategy as developed by the Membership Committee, with a view to improving engagement with members, updating the recruitment process and seeking membership, particularly from under represented and hard to reach groups.

Delivery – Progress on the delivery of the Membership Strategy will be provided by the Chair of the Membership Committee at each CoG meeting (August and December). Maintain Trust Membership at or above 1.5% of the population served by the Trust; increase the number of younger members and those from the BME community and provide a programme of events that offers the community opportunities to learn about and contribute to the work of the Trust

3. To engage with the Trust Board to feed in the views of the membership and represent the wider public's view into the Trust's formulation of its strategic priorities and to support the Board as it considers its strategic development with regards to its support of the wider system and more local place development;

Delivery– Listening to Trust board meetings and questioning at the end where appropriate. Full participation and follow up in the Council of Governors mtg. Two joint workshops have been established in July 2020 and February 2021 whereby the views of the Governors will contribute to the shaping of the Trust's strategy in respect of its position within the wider system and local place development.

4. To receive and consider the Trusts Board's plan for the development of a successful group structure;

Delivery – The Governors will be engaged in the review of and agree the Board recommendation

5. To continue to “hold to account” the Non Executives Directors (NEDs) in their delivery of their roles as Non Executives of the Trust in respect of the performance of the FT;

Delivery – The Governors will be continue to hold meetings with the Chair and Non Executives across 2019/20 (May, September and January). These meetings are used to learn about the work and priorities of the NEDS, build positive relationships and to assist the Governors in providing constructive feedback on the NEDs performance through the lead governor / deputy lead governor for their respective appraisals during May 2020.

6. To receive the outcome of the annual performance appraisals for the Chair and NEDs and consider the appropriate remuneration levels of the WSHFT Chair and the Non Executive Directors and consider as appropriate any terms of office extension;

Delivery – The Governors through the Nomination and Remuneration Committee will receive a report from the Chair in respect of the NEDs and the Senior Independent Director in respect of the Chair for the 2019/20 annual appraisals, any changes to levels of remuneration and any extensions to the periods of NED office. The CoG in August will consider and approve any recommendations from the Nomination and Remuneration Committee.

7. To exercise their legal responsibilities (including the appointment of new NEDs and external Auditors when their terms of office expire

Delivery – The Governors will take an active role in discharging their legal responsibilities – including in 2020-21 the recruitment of new NEDs to replace those whose terms of office expire and can not be extended as they have served the maximum time allowed or the recruitment of any new NEDs as identified as and the appointment of the Trust's External Auditors.

8. To participate in activities within the Trust that offer the opportunity to contribute to improvements in patient experience

Delivery – The Governors will continue to take a full and active part in service development working groups (and peer reviews of Trust Services and service improvement groups. Governors will during this year be trained as volunteers and continue to support Trust Fundraising and community activities.

9. To promote the role of Governors within the Trust and within the Membership.

Delivery – The Governors will contribute to regular articles within @western providing insight into the role and activities of the governors. Governors will also engage with the community through their roles in other groups eg as Councillors members of their GP surgery participation groups.

Agenda Item:	16	Meeting:	Council of Governors	Meeting Date:	24 August 2020												
Report Title:	Company Secretary Report																
Sponsoring Executive Director:	Glen Palethorpe, Group Company Secretary																
Author(s):	Glen Palethorpe, Group Company Secretary																
Report previously considered by and date:																	
Purpose of the report:																	
Information	<input checked="" type="checkbox"/>	Assurance	<input type="checkbox"/>														
Review and Discussion	<input type="checkbox"/>	Approval / Agreement	<input checked="" type="checkbox"/>														
Reason for submission to Trust Board in Private only (where relevant):																	
Commercial confidentiality	<input type="checkbox"/>	Staff confidentiality	<input type="checkbox"/>														
Patient confidentiality	<input type="checkbox"/>	Other exceptional circumstances	<input type="checkbox"/>														
Link to Trust Strategic Themes:																	
Patient Care	<input checked="" type="checkbox"/>	Sustainability	<input checked="" type="checkbox"/>														
Our People	<input checked="" type="checkbox"/>	Quality	<input checked="" type="checkbox"/>														
Systems and Partnerships	<input checked="" type="checkbox"/>																
Any implications for:																	
Quality																	
Financial																	
Workforce																	
Link to CQC Domains:																	
Safe	<input checked="" type="checkbox"/>	Effective	<input checked="" type="checkbox"/>														
Caring	<input checked="" type="checkbox"/>	Responsive	<input checked="" type="checkbox"/>														
Well-led	<input checked="" type="checkbox"/>	Use of Resources	<input checked="" type="checkbox"/>														
Communication and Consultation:																	
Executive Summary:																	
<p>This report provides the Council with an update on a number of matters.</p> <p>Appointed Governors</p> <p>Under the Trust's Constitution, an appointed Governor may hold office for a period of up to three years and at the end of each term they can, subject to satisfactory performance, be re-appointed for a further two terms of up to three years (i.e. 9 years in total).</p> <p>During the period April 2020 to end of July 2020 the terms of office expired for the following three Appointed Governors for the Trust:</p> <table border="1"> <thead> <tr> <th>Name</th> <th>Appointing Organisation</th> <th>End of term</th> </tr> </thead> <tbody> <tr> <td>Cllr Val Turner</td> <td>Worthing Borough Council</td> <td>30 June 2020 (2nd Term)</td> </tr> <tr> <td>Professor Kathleen Galvin</td> <td>University of Brighton School of Nursing & Midwifery</td> <td>30 March 2020 (1st Term)</td> </tr> <tr> <td>Professor Somnath Mukhopadhyay</td> <td>Brighton & Sussex Medical School</td> <td>31 July 2020 (1st Term)</td> </tr> </tbody> </table> <p>The appointed organisations and their appointed governors, Cllr Val Turner, Professor Kathleen Galvin and Professor Somnath Mukhopadhyay, have all confirmed their wish to continue to represent their organisations as an Appointed Governor for the Trust for a further term of three years.</p> <p>In between meetings the Council approved the reappointed governors.</p>						Name	Appointing Organisation	End of term	Cllr Val Turner	Worthing Borough Council	30 June 2020 (2 nd Term)	Professor Kathleen Galvin	University of Brighton School of Nursing & Midwifery	30 March 2020 (1 st Term)	Professor Somnath Mukhopadhyay	Brighton & Sussex Medical School	31 July 2020 (1 st Term)
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Deferral of elections.

Taking into account the impact of Covid on the Country a decision was taken by the Council to defer the elections that would have returned candidates for June 2020. Following that decision, the Council agreed to ask those governors whose terms of office expired in June 2020 if they would be prepared to extend their current term until September 2021, which was the next round of planned elections.

Confirmation was received from each of the following elected Governors whose term of office ended in 2020 indicating that they would be willing to extend their current term of office until September 2021:

- Linda Tomsett Public Governor, Chichester
- Patricia Peal Public Governor, Worthing
- Stuart Fleming Patient/Carer (*remaining as an Associate Governor*)
- Dr Anna Mathew Staff Governor, Medical & Dental (*remaining as an Associate Governor*)

In between meetings the Council approved the extension to the term for four Governors.

Reappointment of Jon Furmston Non-Executive Director

Jon Furmston's term of office was scheduled to end on the 31 May 2020. The Council reflected that Jon's past appraisal outcome was agreed as a Strong performer. The Council also noted their positive experience of Jon through both his presentations to the Council on his role as Audit Committee Chair and through their observations of Jon within Board meetings.

With this experience the Council took the decision to approve the reappointment of Jon Furmston as a Non-Executive Director to 31 May 2021. The Council noted that under the Trust's constitution Jon could serve to 30 June 2022.

Board meetings

The Trust used the MS Teams platform to enable its Board meeting on the 6 August to be observed by the public. The Board recognised that this platform presented challenges for some people being able to access the meeting and that the Trust was not able take questions on the day, although it was made clear that questions after the meeting would be responded too. Whilst social distancing restrictions continue the Board plans to continue with the use of this platform.

Annual General Meeting

The Trust has set the date for the Annual General Meeting as the 30 September with a planned start time of 16.30. Given the social distancing requirements we intend to use the MS Teams platform for this meeting, but we intend to make one change in that we will accept the submission of questions on the day through a question portal.

Reference Groups

Supporting the Trust the Governors have agreed to be part of two reference groups. One relating to the Restoration and one supporting a review of the Trust's constitution, and governor induction.

The Restoration Reference Group is being led by the Trust's Chief Operating Officer and will assist

the Trust as it develops its patient engagement plans supporting the Trust's restoration delivery plans. The first meeting of this group is planned for 9 September.

The reference group considering the Trust's constitution has yet to set the date for its first meeting, but this is expected to be also in early to mid September.

Key Recommendation(s):

The Council is recommended to **RATIFY** the decisions taken by the Council members , these being

- the deferral of the elections due to Covid 19 and the extension of those council members affected;
- the reappointment of three appointed governors; and
- the reappointment of Jon Furmston for a term to 31 May 2021.

The Council is also asked to **NOTE** the date set for the Annual General Member meeting and that this will be undertaken using the MS Team platform but with the opportunity added to enable questions to be raised during the meeting.