

## **Council of Governors Meeting**

**Minutes of the Meeting held in Public**

**Thursday, 24 October 2019**

**at 5.30pm in the Post Graduate Lecture Hall, Leighton Hospital, Crewe**

### **Present**

Mr D Dunn	Chairman
Dr K Birch	Lead Governor and Public Governor (Vale Royal)
Mr M Perry	Public Governor (Vale Royal)
Mr G McCourt	Public Governor (Vale Royal)
Mrs J Roach	Public Governor (Crewe and Nantwich)
Mr B Selby	Public Governor (Crewe and Nantwich)
Mrs G Alasadi	Public Governor (Crewe and Nantwich)
Mrs P Psaila	Patient and Carer Governor
Mrs M Leverington	Patient and Carer Governor
Mr M Long	Patient and Carer Governor
Mrs V Pickford	Patient and Carer Governor
Mr R Stafford	Patient and Carer Governor
Cllr G Lewis	Partnership Governor (Cheshire West & Chester Council)
Dr A Wilson	Partnership Governor (South Cheshire CCG)
Mr N Boyce-Cam	Staff Governor (Medical and Dental Practitioners)
Mr R Platt	Staff Governor (Non-Clinical Support Staff)
Mrs J Newman	Staff Governor (Nursing & Midwifery Staff)
Ms C Birch	Staff Governor (Rep. of Trade Unions and Staff Organisations)
Mr R Sutton	Staff Governor (Other Professionally Qualified Staff)
Mrs L Evans	Staff Governor (Clinical Support Staff)

### **In attendance**

Mrs H Barnett	Director of Workforce and OD (to item CoG/19/10/15)
Mr T Brocklebank	Non-Executive Director (to item CoG/19/10/15)
Ms L Butcher	Non-Executive Director (to item CoG/19/10/15)
Mr J Church	Non-Executive Director (to item CoG/19/10/15)
Mr M Davis	Non-Executive Director (to item CoG/19/10/15)
Mr R Favager	Interim Director of Finance (to item CoG/19/10/15)
Mr M Luckas	Interim Medical Director (to item CoG/19/10/15)
Ms L Massey	Non-Executive Director (to item CoG/19/10/15)
Mr L Philpott	Non-Executive Director (to item CoG/19/10/15)
Mr J Sumner	Chief Executive Officer (to item CoG/19/10/16)
Mrs J Tunney	Director of Nursing and Quality (to item CoG/19/10/15)
Mrs K Dowson	Trust Board Secretary
Ms E McGuigan	Director of Operations

### **Observing**

Dr Y Prior	Director of Postgraduate Research, University of Salford
Ms N Walker	Advanced Clinical Specialist Rheumatology and Team Manager (CCICP)

### **Apologies**

Mrs B Beadle	Public Governor (Crewe and Nantwich)
Mr P Colman	Partnership Governor (Chambers of Commerce)
Mrs J Ollier	Public Governor (Congleton)
Dr J Griffiths	Partnership Governor (Vale Royal CCG)
Mr J Pritchard	Patient and Carer Governor
Mr T Ashcroft	Public Governor (Vale Royal)
Dr G Pearson	Partnership Governor (Manchester Metropolitan University)

Cllr D Flude	Partnership Governor (Cheshire East Council)
Helen Piddock Jones	Staff Governor (Volunteers)
Mr C Oliver	Chief Operating Officer

<b>CoG19/10/1</b>	<b>Welcome and Apologies for Absence</b>
19/10/1.1	The Chairman welcomed everyone to the meeting, in particular those Governors attending their first formal meeting, Mrs Jenny Newman, Mrs Valerie Pickford and Cllr Gina Lewis. The Chairman also noted that this was the first meeting for the new Chief Executive Mr James Sumner who started at the end of July and for Mr Murray Luckas in his new substantive role of Medical Director.
19/10/1.2	The Chairman noted the apologies for absence.
<b>CoG19/10/2</b>	<b>Interests to Declare</b>
19/10/2.1	There were no new interests declared and no interests declared in relation to any open items on the agenda.
<b>CoG19/10/3</b>	<b>Patient Story – CCICP Fibromyalgia Support Pathway</b>
19/10/3.1	Mrs Tunney introduced the patient story chosen by Governors which described the impact of the new support group for patients with Fibromyalgia. Mrs Tunney welcomed Dr Yelis Prior, Director of Research at Salford University and Ms Nicky Walker, Specialist Nurse who manages this programme. The patient described the impact of the self-management programme on her confidence and the peer support and techniques for coping with the condition that were provided.
19/10/3.2	Dr Prior explained the approach taken to developing the programme and the evaluation of the impact on patients. This has been presented internationally at the European League Against Rheumatism Conference and the positive impact on patients has been well received; this was not a randomised clinical trial but this will be the next step if funding is agreed. The Chairman asked how the patients get referred to this service and Dr Prior confirmed it is through a Consultant Rheumatologist or from the GP.
19/10/3.3	The Chairman commented that it was positive to see the focus on psychological support as well as clinical and practical support. Dr Prior agreed that many of these patients are a bit lost as there is a limit to what GPs can offer except the pain service which is not specific for these patients. Dr Prior noted that these patients develop a peer support group through the course and stay in touch afterwards.
19/10/3.4	Dr Wilson welcomed the service but asked whether a focus on more patients rather than further trials would be of greater benefit as there is a lot of unmet need and potential to improve the quality of life for these patients. Dr Prior replied that there is also a plan to train more staff in the community to deliver the same programme in primary and secondary care.
	<b>Resolved:</b> The Council noted the patient story and thanked Dr Prior, Mrs Walker and their team for the work they do.

	<i>Dr Prior and Mrs Walker left the meeting.</i>
<b>CoG19/10/4</b>	<b>Governor Discussion Topic – Compassion in Complaints</b>
19/10/4.1	Ms Tunney and Ms Massey presented on 'Compassion' as a theme in complaints. This started from a Governor enquiry about whether some of the complaints attributed to poor communication were actually about compassion and what themes could be learnt from complaints. Mrs Tunney reminded the Governors that each complaint is reviewed to harvest any learning as sometimes things to do go wrong, but it is what happens as a result that makes a difference. The Trust receives many more compliments each month than complaints and these have also been reviewed as part of this deep dive.
19/10/4.2	Mrs Tunney noted that this review had prompted a look at how people including staff are treated in the Trust. It is well known that happy staff result in better patient experience. Ms Massey described what compassion means in this organisation: <ul style="list-style-type: none"> <li>• Being kind</li> <li>• Going the extra mile</li> <li>• Treating people how you would like to be treated.</li> </ul>
19/10/4.3	Ms Massey showed a short video to raise awareness of what patients and staff could be experiencing at any one time in a hospital setting. Ms Massey reminded Governors that staff can be nominated for a compassion award. Ms Tunney noted that it is hard to measure compassion but everybody knows what it feels like.
19/10/4.4	Mrs Tunney presented the findings of the review which found 111 formal complaints with 516 concerns raised in quarters 3 and 4 of 2018-19. These were sorted into 138 themes around staff attitude and communication. 50 concerns specifically described compassion, across 40 complaints which is about 10% of the concerns. Once cross-referenced to staff groups and divisions, five key areas of activity were identified as areas of focus. This included acutely ill patients, labour ward and new-borns, escalation areas and waits to be seen.
19/10/4.5	Ms Tunney noted that this review had been very useful to identify root causes and what can be done about them. Ms Tunney outlined the recommendations which are to build on the content with Learning and Development and feed it into the communication workshops as well as create bespoke short customer care focused sessions using patient stories. The customer care manager will flag up compassion as a theme in any future complaints and the Executive will continue to tackle root causes such as the need for more space in the Emergency Department (ED).
19/10/4.6	Mr McCourt asked if there is a system for patients to feed back without complaining as many people don't want to complain. Mrs Tunney said that informal concerns can be raised and during the ward accreditations talking to staff, patients and families to encourage feedback is essential. The Trust has to make sure it is listening. Mrs Newman added that there is also the friends and family survey in every area which is confidential and comments can be added.

19/10/4.7	<p>Ms Massey noted that it was essential to give people psychological safety by creating the conditions where people feel safe to talk. The Schwartz rounds which enable staff to come together and talk about pressures and difficulties on the front line of care and the experiences they have had are good examples of this. Staff that feel safe, listened to and cared for convey that in the care they offer. The Chairman thanked Mrs Tunney and Ms Massey and asked how will the recommendations will be followed up. Mrs Tunney explained that this review had already been presented to the Complaints Review Group (CRG) which has Governor representation and feeds up to Executive Patient Experience Group and these groups will monitor numbers and recommendations.</p> <p><b>Resolved:</b> The Governors noted the presentation and discussion session and thanked Mrs Tunney and her team for all their work.</p>
<b>CoG19/10/5</b> <b>CoG19/10/5.1</b>	<p><b>Minutes of the Last Meeting</b>  <b>Thursday 25 July 2019</b></p> <p>The minutes of the last meeting held on 25 July 2019 were agreed as a true and accurate record of the meeting with one typo to note at 19/07/15.3.2 which should refer to 2019 not 2018.</p>
<b>CoG19/10/6</b>	<p><b>Matters Arising and Action Update</b></p> <p>The Chairman noted that there were two outstanding actions from the last meeting one of which is due for April 2020 and 19/07/13.2 which has been completed. Mr Davis advised that Performance and Finance Committee have reviewed the paper on short term cancellations and this could be presented to Governors in January 2020. The review has raised a number of interesting things and uncovered some not so good things so this will feed into the quality agenda.</p> <p><b>Resolved:</b> Director of Operations to be asked to present short term cancellations to Governors at the next meeting.</p>
<b>CoG19/07/7</b> <b>CoG19/07/7.1</b> 19/10/7.2.1	<p><b>Chairman's Report</b>  <b>Governor Resignations and Appointments</b></p> <p>Mrs Dowson advised that following Governor induction, Mrs Mary Riley who had been appointed in September has decided not to carry on as a Governor. The Chairman noted that this was a brave decision if she decided the role was not for her and Mrs Riley is very active in fundraising for the Trust. The Chairman noted that Mr Richard Sutton has handed in his resignation to take effect following this meeting. Both posts will be held over to the elections due to take place in the early part of 2020. The Chairman thanked Mr Sutton for his service to the Council of Governors.</p> <p>19/10/7.2.2</p> <p>Mrs Dowson advised that Cllr Gina Lewis has been appointed to the Council on behalf of Cheshire West and Chester Council.</p>
<b>CoG19/10/7.3</b> 19/10/7.3.1	<p><b>Chat with the Chairman – 5 August 2019</b></p> <p>The Chairman reported that he had met with several Governors for an informal chat. Items discussed included the new Chief Executive who had just started at that point.</p>
<b>CoG19/10/7.4</b>	<p><b>NEDs and Governors - 9 September 2019</b></p>

19/10/7.4.1	<p>The Chairman reported that Governors had met with the Non-Executive Directors (NED) and discussed, ED and the decision of the Board to extend staffing levels and the physical space available, investment for this has since been confirmed. Electronic patient records, the appointment of a permanent Medical Director and the potential acquisition of BMI South Cheshire Private Hospital were also discussed.</p>
19/10/7.4.2	<p>The Chairman advised that NED recruitment had also been discussed as Mr Davis will be retiring as a NED on 31 January 2020. Nominations and Remuneration Committee are progressing with the appointment process. An update on the impending CQC inspection had taken place and the opportunity to showcase the good work of the hospital.</p>
CoG19/10/7.4.1	<p><b>Lord Lieutenant's Visit</b>    The Chairman advised that the Lord Lieutenant of Cheshire will be visiting on 12 November to officially open three areas; the children's ward, Diagnostic Suite and Ward 12. The Chairman invited Governors to attend.</p>
CoG19/10/7.5	<p><b>Annual Members Meeting – 27 September 2019</b>    The Chairman noted that Dr Birch would update Governors on this event in her report, but that it had been a successful event and venue.</p>
CoG19/10/7.6	<p><b>Strategy Day – 21 October 2019</b>    The Chairman noted that he had been unable to attend. Mr Davis gave a summary of the event which had included an update from Executives on the system and noted the focus on prevention, the impact of IT and how this can facilitate change and the changes to the workforce of the future.</p>
CoG19/10/7.7	<p><b>Cheshire Clinical Commissioning Group (CCG)</b>    The Chairman advised the Governors that the Cheshire CCGs have now voted to become one organisation. Dr Wilson added that each CCG had agreed to join and the application has now gone to NHS England (NHSE) for agreement for this to happen from April 2020. The Chairman welcomed this development as the strategic focus is now pan-Cheshire so this will be a significant move.</p>
CoG19/10/8	<p><b>Appointment of External Auditors</b></p> <p>19/10/8.1</p> <p>Mr Favager reminded Governors that it was their statutory duty to appoint the external auditors. The current contract with Deloitte ends on 31 October 2019. A robust procurement exercise using national frameworks has taken place with Deloitte, KPMG and Grant Thornton invited to a panel with Mr Philpott Chair of Audit Committee and the Deputy Director of Finance, overseen by the Head of Procurement. The outcome was a unanimous recommendation for KPMG to be appointed from 1 November 2019 for three years with an option to extend the contract for a further two years, subject to further approval by the Council of Governors.</p> <p>19/10/8.2</p> <p>The Chairman asked the Governors if they were happy that the process has been properly conducted. Dr Birch asked what the recommendations were in regard to improving Governor engagement. Mr Favager replied that KPMG had impressed by talking about Governors and had discussed giving training to Governors about the NHS landscape. Mr Philpott commented that KPMG had been very good and were the only bidder who talked about partnership risk and the need to address this in relation to</p>

	<p>Central Cheshire Integrated Care Partnership (CCICP). They were also very good at explaining quite complex concepts in lay terms to assist understanding.</p> <p><b>Resolved:</b> The Governors approved the appointment of KPMG as the external auditors for three years.</p>
<b>CoG19/10/9</b> 19/10/9.1	<p><b>Lead Governors Report</b></p> <p>Dr Birch summarised the continued level of engagement in events by Governors and highlighted in particular the patient safety walkarounds which are a real opportunity to meet staff and patients and see work in action. Dr Birch recommended that all Governors should try to attend one of these as it adds another layer of assurance and insight.</p>
19/10/9.2	<p>Dr Birch advised that the Annual Members Meeting (AMM) took place on 27 September 2019 and was well attended by Governors including two new Governors who attended this before their first Council of Governors meeting. Dr Birch observed that this is a genuine opportunity to engage with Members, talk about the performance of the Trust and hear a presentation of the Annual Report &amp; Accounts. Dr Birch noted that she had presented a report which reflects the Governor view that the Council of Governors is confident in the overall management of the Trust.</p>
19/10/9.3	<p>Dr Birch commented that this was the best AMM she had attended as the integral health and wellbeing fair had created a sense of community engagement by providing an opportunity to find out about different services and partner organisations across the broader health and social care. The Chairman agreed it had been a very positive meeting.</p> <p><b>Resolved:</b> The Council of Governors noted the Lead Governor report.</p>
<b>CoG19/10/10</b> 19/10/10.1	<p><b>Register of Governor Enquiries to Board and Committee Chairs</b></p> <p>The Chairman noted that there was one enquiry which has been included in the paper.</p> <p><b>Resolved:</b> The Governor enquiry was noted.</p>
<b>CoG19/10/11</b> 19/10/11.1 19/10/11.1.1 19/10/11.1.2	<p><b>Council of Governor Committees</b></p> <p><b>Draft Minutes of the Membership and Communications Committee – 16 September 2019</b></p> <p>Mr Perry on behalf of the Chair of the Committee presented the draft minutes of the most recent meeting noting the following verbal escalations to the Council:</p> <ul style="list-style-type: none"> <li>AMM membership stall signed up 12 new members which was a high number compared to previous years and reflected how well attended the event was</li> <li>Membership campaign to encourage staff to invite one family member each will take place in November with an online staff focused campaign being planned</li> <li>Presentation received from Zoe Reed, Youth Ambassador 2018/19 on the leaflet she produced signposting young carers to support and schemes to support their aspirations. The youth ambassador for this year Angela Benson is planning to help the Trust set up an</li> </ul>

	<p>Instagram account. This has been a successful scheme that is in its third year now and it is being entered for national awards.</p> <p><b>Resolved:</b> The minutes of the Membership and Communications Committee were noted.</p>
<b>CoG19/10/11.2</b>	<p><b>Membership Benchmarking Figures</b> Mr Perry noted that the Membership benchmarking figures had been circulated with papers following comments from Governors previously that they were not aware of these. Mr Perry noted that the focus on young members was welcome as there is a significant discrepancy in the number of young Members compared to the local population. However, it should be noted that the focused work over the last few years is steadily improving this proportion of Members who are under 25.</p> <p><b>Resolved:</b> The Membership figures were noted.</p>
<b>CoG19/10/12</b> <b>19/10/12.1</b> 19/10/12.1  19/10/13.2	<p><b>Nomination &amp; Remuneration Committee (N&amp;R)</b> <b>N&amp;R Draft minutes – 5 September 2019</b> The Chairman presented the minutes of the last meeting of the N&amp;R on 5 September 2019. The substantive item had been the discussion in regard to the Chairman's term of office and potential extension which is an item on the agenda for the Council of Governors today.</p> <p>The Chairman advised that in addition the committee had made the decision to use Gatenby Sanderson as Executive Search for the NED vacancy. The proposed costs were renegotiated following guidance from N&amp;R and the search is now underway with the closing date set for early November. Further N&amp;R meetings will take place following this to long list and shortlist candidates.</p> <p><b>Resolved:</b> The minutes of N&amp;R were noted.</p>
<b>19/10/12.2</b> 19/10/12.2.1	<p><b>Terms of Reference of the Nominations and Remuneration Committee (N&amp;R)</b> The Chairman noted that the committee had agreed changes to the committee Terms of Reference which included adding the Director of Workforce and Organisational Development as a regular attendee. There was also clarification in the chairing arrangements which allow the Senior Independent Director to chair the meeting when the Chairman's appraisal is being done.</p> <p><b>Resolved:</b> The Terms of Reference of the Membership and Communications Committee were approved</p> <p><i>The Chairman left the room and the Deputy Chair took the Chair.</i></p>
<b>CoG19/10/13</b> 19/10/13.1	<p><b>Extension of the Chairman's Term of Office.</b> The Deputy Chair introduced this item explaining that the constitution does not allow for a further extension and therefore this decision must be agreed by the Governors. Mr Davis, Senior Independent Director (SID) noted that the current term of office of the Chairman ends in June 2020. However, because the Trust has a new Chief Executive, among several new</p>

	<p>Executive posts, some stability in the Board would be of benefit. Mr Davis advised that as the constitution does not allow for extensions of office a process has been undertaken to ensure full engagement across the Board of Directors and Council of Governors to reach a decision contrary to the Constitution. The Trust, if in agreement with the proposal, would be required to explain the decision in line with the 'comply or explain' approach taken by regulators.</p>
19/10/13.2	<p>Mr Davis explained the statutory rules in regard to NED appointments state that NEDs may serve longer than two terms of three years in exceptional circumstances if it is in the public interest and if the NED can still be considered independent. Any proposal would need to be fully supported by the Governors and Board of Directors. Mr Davis reminded Governors that the Chair's annual appraisal takes into account an assessment of independence each year and this year the Chairman exceeded expectations across all five areas. The external Well Led review also provided an independent endorsement about the effectiveness of the Board and the Chairman's role. The Chairman is also a Trustee of the British Red Cross but this has proved to be complementary rather than a conflict. Mr Davis advised that this proposal has the full support of the Executive team.</p>
19/10/13.3	<p>Mr McCourt asked if there is any potential sanction from regulators if they challenge this decision. Mr Davis replied that there was not however NHS Improvement (NHSI) have been made aware of the intention of the proposal and the process to reach a decision and they will be informed if the proposal is agreed. Mr Davis reminded Governors that the proposal is to extend the current Chairman's term by one year to end on 30 June 2021.</p>
19/10/13.4	<p>The Deputy Chair advised Governors that N&amp;R have recommended that this proposal is accepted. Dr Birch confirmed this and noted the detailed discussion and level of debate about independence and the public interest. The process has been thorough and fair which is key when making a decision such as this. Mr McCourt commented that this process was dictated by circumstances and it was not setting a precedent and there would be no intention to extend the term of the current Chairman again. The Council of Governors needs to consider how it works towards recruiting a new Chair from 2021.</p>
	<p><b>Resolved:</b> The Chairman's term of office was extended by 12 months.</p>
	<p><i>The Chairman rejoined the meeting and took over the Chair.</i></p>
19/10/13.5	<p>The Deputy Chair advised the Chairman of the decision that has been made and thanked the Chairman for agreeing to stay on for a further year. The Chairman thanked the Governors for their decision and welcomed the opportunity to serve for a further year as the Trust approaches a period of challenge and great opportunity.</p>
CoG19/10/14	<p><b>Chief Executive's Update Report</b>    Mr Sumner presented the Chief Executives report and noted his warm welcome to the Trust and expressed his wish to meet with Governors over the next few months. Mr Sumner advised that he plans to cut down some of the report content and asked for feedback from Governors about what they want to see in this report.</p>

19/10/14.1 19/10/14.1.1	<b>Quarter 2 Performance</b> Mr Sumner confirmed that the NHS Improvement (NHSI) Quarter 4 rating remains as a 2 which is as expected given the challenges of A&E activity and finance. This is targeted support as required in one or more indicators.
19/10/14.2 19/10/14.2.1	<b>System Update</b> Mr Sumner advised Governors that there is a great deal of change with regulators NHSE and NHSI combining and the Cheshire (CCG) also agreeing to merge into one body. This reflects a move towards regulating as a system as well as an individual provider although the Trust still needs to report as an independent provider.
19/10/14.2.2	<b>CQC</b> Mr Sumner reported that the Trust is anticipating an unannounced inspection from CQC in the coming weeks. The Trust received the Provider Information Return (PIR) in September and has returned this to CQC. The Use of Resources (UoR) review on 14 November will start a series of inspections. The UoR which reviews how the Trust spends money and utilises its resources will be followed by a number of unannounced visits which are anticipated to fall in December or January. This will be followed by the Well Led inspection
19/10/14.3 19/10/14.3.1	<b>Performance</b> Mr Sumner explained the Trust's performance against the key constitutional targets, noting that all the targets with the exception of the 4-hour transit time performance were passed in this quarter. Mr Sumner advised that the Referral to Treatment (RTT) target returned to above 92% in quarter 2. The 6-week diagnostic target which was impacted by the server issue has also returned to full compliance from September.
19/10/14.4 19/10/14.4.1	<b>System Response to A&amp;E Attendances</b> The 4-hour transit time target remains a challenge and the vast increase in attendances is creating a risk to safety. As a result, the Board made a quick decision to extend the department to take patients off the corridor. Mr Sumner advised that the new building is in place and is being connected and will be handed over to the Trust on 16 December. This will double the number of cubicles available and increase the size of the Clinical Decisions Unit. In the spring majors could be put into the new space which would allow for a refurbishment and reorganisation of the current space.
19/10/14.4.2	Mr Sumner noted that staff numbers have been increased and additional Healthcare Assistants are now in place with Registered Nurses in the process of being recruited. Mr Sumner assured Governors that any patients being nurses in corridors are being closely watched and there is a safety checklist in place for every patient to ensure they have their medication and are hydrated.
19/10/14.4.3	Dr Birch noted that the increase in attendances to A&E is significantly above the national increase and asked what the system wide approach is to address challenges and whether the Trust understands what is driving the increase in numbers. Mr Sumner replied that there is work to be done to increase the offer in the community. CCICP are delivering some good examples of this however what is lacking is a system wide understanding of the impact of social care pressures.

19/10/14.4.4	Mr Sumner reiterated that this is not a criticism of social care which is significantly underfunded and there are workforce challenges in the home care market. The system needs to think about the money it spends on additional capacity in hospital services as escalation beds cost the same as ten fully trained nurses over three to four months. Mr Sumner suggested that some thought needs to be given to realigning support towards the provision of home care; The Trust is in the highest 20% with regard to admissions from care homes, but this requires some bravery and trust in partnerships. This was achieved in Salford and the admission rates to hospital dropped.
<b>19/10/14.5</b> 19/10/14.5.1	<b>Financial Position</b> Mr Sumner advised that the Trust is managing finances well given the pressures and challenges and this is reflected by the position at month six which is ahead of plan. The Trust is spending more money on agency staff than it wants to because of the levels of activity and vacancies but is addressing this through international nurse recruitment and other schemes. Ms Tunney noted that it had been a pleasure to welcome the first 19 international nurses to the Trust recently, with another 18 arriving in November. Mr Sumner noted that better onsite accommodation would help to attract staff as well and this is an aspiration for the Trust.
19/10/14.5.2	Mr Sumner noted that the capital programme list included in the report summarises the projects in place including car parking and the essential extension of A&E. Mr Sumner advised that there will be an extra 55 spaces by December, 70 more by March and another 408 by September 2020.
19/10/14.5.3	Mr Sumner encouraged all Governors to receive their flu jab which has been virulent in Australia this year. The Trust is working hard to vaccinate all staff as it is effective at preventing flu or lessening the impact of flu. Mr Sumner noted the three awards won by the Trust as described in the report which demonstrate that the Trust continues to perform above expected for its size
<b>CoG19/10/14.4</b> 19/10/14.4.1	<b>Preparation for Winter</b> Mr Sumner updated the Council in regard to winter preparation, noting that there has been an additional £1.3m of resources agreed for the system to support the winter plans. This includes the creation of the award-winning GP-led ward 19 which was piloted last winter, more Red Cross transport, more therapists at the front door and more support to get patients out of hospital sooner. Mr Sumner observed that the plan is as good as he has seen anywhere and will help the Trust to deal with any winter pressures. The plan has been submitted to NHSEI and feedback is expected next week.
19/10/14.4.2	The Chairman asked Mr Sumner if he had any early impressions of the Trust to share. Mr Sumner replied that he has been hugely impressed with the organisation, in particular the staff. The Trust conducted an unannounced CQC mock inspection and the staff performed well. The first three months have been spent getting out and about and meeting staff. The caring nature of staff has stood out and there is a very family feel to the Trust across all areas and a great culture.
19/10/14.4.3	Mr Sumner acknowledged that there are some challenges to the Trust because of geography which can make it difficult to attract a

	<p>workforce from the UK and abroad and there will be an increasing focus on retention. The Trust has also had challenges because of fire prevention priorities which has focused capital investment on ward refurbishment but there are some fantastic facilities such as critical care and the imaging suite. The digital agenda is a high priority, but the Trust still relies on paper notes and the note store is a sight to behold. The Trust needs an Electronic Patient Record which will revolutionise safety for patients. The integrated care agenda with Cheshire East has a good foundation to move forward.</p>
19/10/14.4.4	<p>Dr Wilson passed on his thanks and recognition of Trust staff following the tragic Beechmere House fire in the summer, noting that the response and contribution made by members of the Trust staff was above and beyond anything expected of them. Cllr Lewis explained that she is also a member of the Cheshire Fire Authority Board and a report on the causes of the fire is imminent and has precipitated a review of other buildings owned by the same company which are similar in structure to prevent another incident and improve evacuation procedures. Prevention is a great focus of the Fire Authority and 2018/19 is the first year there has been no deaths from fire in domestic premises, which is a great achievement; the fire service is increasingly focused on prevention and supporting other public services by identifying vulnerable people and identifying issues early.</p>
19/10/14.4.5	<p>Cllr Lewis also explained that there is a review of the whole care home situation in Cheshire taking place. There is a great difference in how some are organised and managed and it is of concern to hear how many people are coming into the Trust from some care homes.</p> <p><b>Resolved:</b> The Council noted the Chief Executive's Report.</p>
<b>CoG19/10/15</b>	<p><b>Governor's Questions and Board of Directors Answer Session</b>    The Chairman invited the Council to ask any additional questions to the Board. There were no additional questions for the Board of Directors.</p>
<b>CoG19/10/16</b>	<p><b>Any Other Business</b></p> <p>19/10/16.1</p> <p>There was no further business.</p> <p><i>Executives were invited to stay for the next item.    Non-Executive Directors left the meeting.</i></p>
<b>CoG19/10/17</b>	<p><b>Potential Acquisition of South Cheshire Private Hospital (SCPH)</b></p> <p>19/10/17.1</p> <p>The Chairman advised that while the decision to acquire SCPH is a Board decision, it is important that Governors are aware of the process and discussions that are taking place. The Chairman noted that aspects of these discussions remain confidential.</p> <p>19/10/17.2</p> <p>Mr Sumner reminded Governors that SCPH is on the Leighton Hospital site and is physically connected, but it is owned by BMI. There is an outpatient suite, two theatres, treatment rooms and 30 ensuite bedrooms. There are circa 70 staff employed there.</p> <p>19/10/17.3</p> <p>Mr Sumner summarised the discussions in regard to SCPH which have resulted in three options.</p>

19/10/17.4	<ol style="list-style-type: none"> <li>1. Do nothing, this is high risk as if BMI decide to disinvest in the site a significant number of patients are likely to divert back to the NHS and the Trust needs more space to manage this demand</li> <li>2. Acquire the business and run it as part of the Trust on a similar model with the same patients. There are some benefits but also some quite challenging risks, staff would be subject to TUPE into NHS roles and at NHS terms and conditions. Private sector organisations have the ability to be agile and react quickly which the NHS does not which would make it challenging to compete with other private organisations. The alternative would be to run it as a subsidiary but this model is not a favoured option by regulators, this would allow consultants to continue private work which would help with recruitment and retention</li> <li>3. Acquire the building but not the staff, this would give the Trust the asset but with no commitment to move into the private sector</li> </ol>
19/10/17.5	<p>Mr Sumner advised that the business case is going to Board on 4 November and is still being finalised. All three options will be discussed with patient safety and risk at the forefront. This has taken a long time to progress and it is important for the Staff at SCPH that this is resolved in the near future. The Chairman thanked Mr Sumner and Executives for the presentation and significant work that has taken place so far. The Chairman reminded Governors that while this is a transaction it does not fall within the definition of a significant transaction that would require the formal approval of the Council of Governors.</p>
19/10/17.6	<p>Mr Boyce Cam asked if there is a preferred option of the three outlined. Mr Sumner replied that BMI have requested that any preference is not discussed so as not to concern staff further. Mr Boyce Cam asked that any decision is communicated to staff and Mr Sumner confirmed that a communications plan is ready to go. Cllr Lewis asked what the Trust would use the space for if option 3 were pursued. Mr Sumner replied that it is well set up to use for Orthopaedic patients but further discussions need to be had to decide any long term use of the building.</p>
	<p>Mrs Newman asked if patients ever get asked if they have private healthcare before being treated on the NHS. Mr Sumner reflected that some work was done on this in a previous Trust he had worked in and it was surprising how many patients have it and would request to go into the private wing if there was one. This could be an option if option 2 is approved.</p> <p><b>Resolved:</b> The update was noted.</p> <p><i>Executive Directors with the exception of Mr Sumner left the meeting.</i></p>
CoG19/10/18 19/10/18.1	<p><b>Chief Executive Briefing in private</b>    Mr Sumner advised that there was nothing further to add to the briefing already given.</p>
CoG19/10/19 19/10/19.1 19/10/19.2	<p><b>Evaluation of Meeting Effectiveness (in private)</b>    Mr Platt stepped in to do the review of the meeting as Mr Ashcroft was unwell.</p>

19/10/19.3	<p>Mr Platt commented that this had been a full and comprehensive meeting with all departments discussed as well as CCICP. The patient story had reflected new innovations within CCICP.</p> <p>Mr Sutton added that as this was his last meeting, he would like to thank all his Governor colleagues for the experience of being a Governor which started when community services became part of the Trust as CCICP. He remains and will continue to be a passionate advocate for the Trust but sadly time does not allow him to carry on this role and give it the attention it demands. Mr Sutton expressed his pleasure that the Chairman's term of office has been extended for a further year and together with the new Chief Executive the Trust will continue to be in safe hands.</p> <p><b>Resolved:</b> The Council agreed the review of the meeting.</p>
CoG19/10/20	<p><b>Date and Time of Next Meeting</b></p> <p>The next meeting is scheduled to take place on <b>Thursday, 23 January 2020</b> at 5.30pm in the Post Graduate Lecture Hall, Leighton Hospital, Crewe.</p> <p>The meeting closed at 7.55pm.</p>