

Council of Governors

MINUTES

of a meeting held on Wednesday 20th January 2010 at 5:30pm in the Blair Bell
Lecture Theatre, Liverpool Women's NHS Foundation Trust

Present:	Mr K Morris (chair)	Chairman
	Mrs C O'Keeffe	Governor, Clinical Support Staff & Non Clinical Staff
	Mrs A Douglas	Deputy Chair/Governor, Scientists & Tech Staff
	Mrs D Brown	Governor, Nurses
	Mrs D Carter	Governor, Clinical Support Staff & Non Clinical Staff
	Ms J Rooney	Governor, Midwives
	Dr L Bricker	Governor, Doctors
	Mrs B Kerr	Governor, North Liverpool
	Ms M Williams	Governor, Central Liverpool
	Ms A James	Governor, Central Liverpool
	Mrs M Day	Governor, Central Liverpool
	Mrs J Wooldridge	Governor, South Liverpool
	Mrs M McDonald	Governor, South Liverpool
	Mrs M Kelly	Governor, Sefton
	Mr G McKeating	Governor, Sefton
	Mrs V Kehoe	Governor, Knowsley
	Mrs A Smith	Governor, Knowsley
	Mrs A Banks	Governor, Other Public
	Dr P Grey	Appointed Governor
	Cllr M Fielding	Appointed Governor

In attendance:	Mrs K Thomson	Chief Executive
	Ms E Saunders	Director of Corporate Affairs/Trust Secretary
	Mrs V Harris	Director of Finance
	Ms C Salden	Director of Service Development
	Mrs G Naylor	Director of Nursing, Midwifery & Patient Experience
	Mr D Richmond	Medical Director
	Mr D Carbery	Non executive
	Ms A McCracken	Non executive

Minutes: Miss L Florensa Senior Executive Assistant

1. Apologies

Mrs A Parker	Governor, North Liverpool
Ms A Paracha	Governor, Central Liverpool
Mrs B Stopforth	Governor, Central Liverpool
Ms D Zack-Williams	Governor, Central Liverpool
Mrs T Jones	Governor, Sefton
Mrs P Jones	Governor, Other Public
Prof G Mazhindu	Appointed Governor
Cllr J Aston	Appointed Governor
Mrs M Hogan	Appointed Governor
Prof S Wray	Appointed Governor

2. Minutes of previous meeting held on 21st October 2009

The minutes were approved as an accurate record.

3. Matters Arising

3.1 Gynaecology Assessment Service

Ms Salden updated the council about the Liverpool PCT procurement for any willing provider for primary care gynaecology outpatient work. The Trust had been successful and had been awarded the contract along with another 4 or 5 other providers. There is a financial risk of £1.1 million, some of which will be recouped by continuing work in the community. The Trust is meeting regularly with the PCT to discuss how to move forward. The Dovecot centre would be used for the service. Dr Grey said this was good news for women as they will be able to access services across the city closer to their homes. Dr Grey said performance management would be picked up by the PCT to monitor effectiveness.

3.2 Lead Governor

Ms Saunders informed the Council that Monitor had approved that a Staff Governor can take up the role as Lead Governor. The Council approved the decision to put forward Mrs Angela Douglas for the role. Ms Saunders requested the governors think about whether they would like to take on the role when Mrs Douglas' term of office ends in two years.

4. Council of Governors Business

4.1 Feedback from development session

Ms Saunders highlighted some steps to take after the development session:

- Staff governors met before Christmas to discuss their role
- Long term committee members should work along side new members to discharge role
- Review sub committees of Council, including how to make public engagement and membership strategy more effective.
- Use the second session available from OPM to develop the relationship between Council of Governors and Board.
- Separate session in February to discuss how to take forward.

Mr Morris thought the report highlighted a need for briefing sessions to be held in between the formal meetings. Mrs Wooldridge said the development session had gone well. Mrs Day agreed and said the governors got to know each other better during the day. Mr Morris said they are conscious of briefing sessions becoming a time issue for governors and suggested they should be held and attended at a voluntary basis as they wouldn't be able to get full attendance. The Council approved this approach.

4.2 Reports from Committees

4.2.1 Membership Strategy Committee

Mrs Wooldridge said they had set up a development meeting and invited all governors but only two governors attended the meeting. A questionnaire was distributed with today's papers and Mrs Wooldridge requested that all governors to complete the forms and hand to her by the end of today's meeting. Another meeting would be arranged in February.

Mrs Wooldridge informed the Council that they had attended a meeting with a women's group in Hale village, suggested by Mrs Banks. Mrs Brown held a talk on Gynaecology services, Mrs MacDonald held a talk regarding antenatal care and how it has changed over the years; Mrs Wooldridge held a talk on what Foundation Trust status means and the function of the Council. Attendees of the group all

joined as FT members. Mrs Banks said she had received many positive comments since the session from the group thanking them and saying how much they enjoyed it, and they had requested they write a piece for the Parish magazine and invited the Council to hold a stall at their carnival.

Mrs Wooldridge, Ms Saunders and Mrs McCracken had met with Clare Dove, Chief Executive at Blackburne House to discuss how to develop the relationship between the two organisations. Some initial ideas were explored and a further meeting would be held in 12 weeks. Ms Saunders said Blackburne House had been enthusiastic about having information about Trust services and activities, e.g. domestic abuse drop in centre, to be available at their centre.

Membership recruitment is currently reaching 11,000 members, due in part to work by Kenyon Fraser. The priority is still to increase the black and ethnic minority and young people membership. The Christmas edition of Generation Newsletter had been distributed and work on the next edition is underway. Mr McKeating said he would pass on contact details of links within the housing sector and newsletter details which are distributed to thousands of homes.

Work on the terms of reference and role of each sub committee would be discussed outside of this meeting with Mr Morris, Mrs Douglas, Mrs Wooldridge and Ms Williams.

Dr L Bricker joined the meeting at this point.

4.2.3 Nominations Committee

Mr Morris said the Board had become conscious that the Trust needs a NED succession plan and had decided to recruit two new NEDs and extend Mrs McCracken's appointment a further 1 year, due to Ms Rankin's departure. Forty applications had been received, which was longlisted to 14 and then shortlisted to 6 for interview.

The recommendation from the Committee is to appoint the two positions to Ms Liz Cross, to commence 1st February and Dr Pauleen Lane, to commence in April. Mrs Day felt uncomfortable seeing the candidate information. Ms Saunders explained the information had to be shared with the Council of Governors to provide assurance as to their suitability for the role.

The Council approved the recommendations. Unfortunately the Council was not quorate and it was agreed that absent members would be contacted to ask for their opinion for final approval. **Action: ES**

Ms James joined the meeting at this point.

Mr Morris and Mr Carbery left the meeting at this point. Mrs Douglas took up position as chair.

4.2.2 Remuneration Committee

Mrs Day reported on behalf of the Committee in Professor Wray's absence. She informed the Council that both Mr Morris and Mr Carbery had made themselves available for any questions from the Remuneration Committee. Changes had been made since the last meeting and Mr Carbery's appraisal is now led by Mrs McCracken which has removed any potential risk of conflict of interest. There were no financial implications attached to this appraisal round. The Committee had agreed to Mrs McCracken's re-appointment of a further year.

Mrs Day said this Committee has difficulty maintaining a quorum and membership needs to be reviewed. She asked for any interested public members to contact Ms Saunders for details. Mrs Kelly thought the paper lacked detail, e.g. was the level good or not? Ms Saunders explained that the purpose of the sub-committee is to undertake a detailed review and advise the Council accordingly.

The Council noted the outcome of the appraisal round for 2008/09.

Mr Morris and Mr Carbery rejoined the meeting at this point. Mr Morris resumed the chair.

6. Strategic Planning

6.3 Strategy update

This item was dealt with first as Ms Salden needed to leave the meeting.

Ms Salden presented the outline operation plan 2010/11. Mrs Wooldridge asked if the on site chemotherapy services be developed soon or is it a plan for further down the line. Ms Salden said the Trust hoped to set this up in 2010/11 and are discussing the possibility of working in partnership with Clatterbridge. Preparation work had already been completed for this over the last 6 months. The Cancer peer review had been very complimentary about the Trust's service and strongly recommended to set up on site chemotherapy. Ms Salden clarified that the Centre for Better Births work was within the capital plans and not the future operational plan. Dr Bricker said they are discussing developing fetal surgery and had started to do fetoscopic laser surgery at the Women's. Mrs Day thought that the Trust should move into specialist areas for growth. Ms Salden added they need to quantify the demand for such specialist services. In response to a query from Mrs Kelly Mrs Douglas answered that the Trust runs the Genetic counselling service for the whole of Cheshire and Merseyside but should promote this as a Liverpool Women's service more as people don't realise that this is the case.

Ms Salden left the meeting at this point.

6.1 Health Economy issues

Mrs Thomson discussed ways to deliver high quality services during financial challenges. The regional Chief Executives are meeting regularly and clinical summits are being held to engage a wider clinical audience. A meeting would be held next week to discuss governance structures with CEO/Chairs and to set up work streams. Mr Morris said there had been a shift in the health community as NHS organisations have been used to working individually and competitively but are now being asked to work collaboratively to save money. Mrs Thomson said they need to lead the organisation differently and maintain focus on women's services, quality and accountability. Ms James said they should think about what can be delivered uniquely by this Trust and what can be delivered nationally.

6.2 Financial Outlook – Operating Framework 2010/11

Mrs Harris reported that the NHS Operating Framework and tariff had just been published. There would be 0% inflation for all trusts next year, however the service would still need to meet pay rises, incremental pay drift etc. The Trust needs to make a saving of £7.1m or 8% of income and a £15m saving package over 3 years. Mrs Harris said the Trust had identified £6.5m of cost reductions and was confident there are other areas within the Trust where further reductions can be found. Risk ratings had been put in place against these plans. Finance briefing sessions were being held to engage staff and keep them up to date.

Mr Carbery left the meeting at this point.

Mrs Harris said the finance team are working closely with Ms Salden to make sure this work is tied closely to the operational plans. Mrs Harris would bring the detailed budget to the April meeting. **Action: VH**

Mr Morris commented that the key points were:

- Pay awards affecting all trusts
- Reductions in the maternity tariff would have an adverse affect on Liverpool Women's
- Transfer of services into community

The Trust's percentage savings required is therefore high compared to other bigger trusts. A core brief newsletter had been written to go out to staff which could also be issued to the governors.

5. Board Report

5.1 Board of Directors' Business: Oct 2009 – Jan 2010

Mr Morris highlighted the main themes that had been discussed by the Board:

- Strategic planning. The peri-mortality/infection rates had been addressed and the Board had released £200k into the Neonatal directorate for more nursing staff.
- The report resulting from the independent review of governance processes commissioned after the recall of patients last year had been received by the Board. The Board are completing the associated action plan as a result of this report. A briefing session with the Governors would be held to go through the executive summary and action plan.
- Mrs K Doherty had resigned her position as Director of Human Resources and would be moving to the SHA. Mrs Thomson formally thanked Ms Doherty for her support. The new Director of Human Resources would start in April.

5.2 Chief Executive's Report

5.2.1 Clinical Report 2008

Ms Saunders informed the Council that the Clinical Report is usually published in summer alongside the Annual Report however had been delayed this year. She suggested that a session be held with Mr Richmond and Professor Alfirevic to discuss the content and they would appreciate governors' input as the Trust moves toward quality accounts to increase public accountability for services. This would be valuable to do to ensure the report is understandable to a lay person. The Trust's history of publishing the Clinical Report would put us in a good position, especially now that a summary version had been introduced. Mrs Day thought the report was very understandable and informative and had been happy to see good public health levels. Mrs Kehoe agreed the report was easy to follow and understand. Mr Richmond said he would welcome the governors to look at the quality report this year and thanked Ms Saunders for her editing in making the report easily understandable to a lay audience.

5.2.2 CQC Registration

Mrs Naylor reported that the legal regulatory framework would be changing and the Trust will need to demonstrate that it can meet a wide range of standards. A list of all outcomes to be measured is identified on page 2 of the report. New guidance on the experience of service users had been included so the Trust is no longer just demonstrating policy and processes. As an organisation the Trust needed a different approach to involving patients and how to capture the patient experience as evidence. The CQC can make unannounced visits any day of the year so standards must be maintained.

5.2.3 Private Patient Cap

Mrs Harris informed the Council that the Judicial Review instigated by Unison about Monitor's interpretation of the private patient legislation for foundation trusts had ruled in favour of Unison. Thus the Trust's contract with North West Fertility Ltd as a private company would be caught within the cap and the Trust would breach if arrangements stayed as they are. The decision was a disappointing outcome for the Trust as the service at this Trust is a very good example of how a joint NHS/Private service can provide service as well as financial benefits. Work was currently being undertaken to ensure that the Trust complied with the new arrangements.

5.2.4 Patient Safety First

Mrs Naylor informed the Council that the patient safety first campaign aims to change culture and will be a regular agenda item as the initiative progresses. Mrs Kehoe queried if there was a 'quality' matron in post? Mrs Naylor said currently Anne Bridson is leading this as part of her role but she had been seconded to lead the Productive Ward project. The Matron for Patient Experience role would be advertised soon.

7. Any other business

Dr Grey informed the Council that this year had been appointed as the year of Health and Wellbeing and asked would the Council like to take part in the activities. Dr Grey distributed information to the governors.

8. Date and time of next meeting

Wednesday 21st April 2010 at 5.30pm in the Blair Bell Education Centre