

Council of Governors

UNCONFIRMED Minutes of the 78th meeting of Sheffield Health and Social Care NHS Foundation Trust's Council of Governors held virtually on Tuesday, 14 June 2022 and in Committee Room 4, Fulwood House, Sheffield S10 3TH.

Present:

Name	Governor Constituency	Name	Governor Constituency
Terry Proudfoot	Lead Governor	Ben Duke <i>(in person)</i>	Deputy Lead Governor
Sylvia Hartley <i>(in person)</i>	Public NW	Nev Wheeler OBE <i>(in person)</i>	Service User
Adam Butcher	Service User	Chris Digman	Public SE
Billie Critchlow	Carer	Jonathon Hall	Service User
James Barlow	Appointed Sheffield Carers Centre	Rebecca Lawlor	Service User
Bradley Wass	Staff	Prof Scott Weich	Appointed University of Sheffield
Julie Kitlowski	Governor	Catherine Draper	Staff
Alistair Brash (observing)	Young Service User/Carer	David Palfreyman (observing)	Staff

In attendance:

Name	Designation	Name	Designation
Sharon Mays	Trust Chair	Deborah Lawrenson	Director of Corporate Governance
Amber Wild	Corporate Assurance Manager	Anne Dray	Non-Executive Director
Heather Smith	Non-Executive Director	Prof Brendan Stone	Associate Non-Executive Director
Jan Ditheridge	Chief Executive		

Apologies:

Name	Designation	Name	Designation
Celia Jackson-Chambers	Governor	Richard Mills	Non-Executive Director
Susan Wakefield	Governor	David Swindlehurst	Governor
Julie Marsland	Governor	Sue Roe	Governor
Martin Phipps	Governor	Olayinka Monisola Fadahunsi-Oluwole	Non-Executive Director

Minute	Item	Action
CoG 78/05	<p>Welcome and Apologies</p> <p>The Chair welcomed members to the 78th Council of Governors (CoG) meeting.</p> <p>The Chair took the opportunity to thank governors who would be leaving at the end of June 2022 - Adam Butcher, Steve Hible, Ahmed Ibrahim, Liz Friend, Sue Roe, Bradley Wass, Mark Goodwin, Mark Gamsu, Steve Ayris, Josie Paszek and Joan Toy for their contribution as governors. It was noted that Sylvia Hartley still has another year of her term remaining.</p> <p>The Chair congratulated Billie Critchlow, Terry Proudfoot and Jonathon Hall on their re-election as governors.</p> <p>The Chair welcomed new governors to the CoG Martin Phipps; Catherine Prior; Dave Palfreyman; Chloe Thomas; Irene Nakamatte; Alistair Brash and Irfan Khan.</p>	
CoG 78/06	<p>Declarations of Interest</p> <p>There were no declarations of interest from the Governors. Deborah Lawrenson reminded members who had not yet done so that the declarations of interest needed to be returned by 30 June 2022.</p> <p>The Chair declared an interest in item 8, Chair's Appraisal and was excused from any discussions held.</p>	
CoG 78/07	<p>Minutes of the Council of Governors meeting held on 26 April 2022</p> <p>The minutes of the meeting held on 26 April 2022 were APPROVED as a true and accurate record.</p>	
CoG 78/08	<p>Matters Arising</p> <p>I. Received appraisal for Chair</p> <p>It was confirmed that the Chair's appraisal has been received and that Deborah Lawrenson would submit the appraisal to the national system for moderation by 30 June 2022.</p> <p>II. Action Log</p> <p>The action log was reviewed with the following additional observations made:</p> <ul style="list-style-type: none"> Getting Back to Good Quality Improvement – update to be provided in item 9, Chair Report It was agreed to close the action 76/07 regarding governor feedback on the new format of updates from the Board of Directors (BoD) 	

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CoG 78/09	<p data-bbox="347 197 954 230">Chair's Report to the Council of Governors</p> <p data-bbox="347 264 571 297">It was confirmed</p> <ul data-bbox="395 331 1273 1720" style="list-style-type: none"> <li data-bbox="395 331 1177 432">• an induction workshop was planned to welcome new Governors on 13 July 2022 to which all Governors were invited. <li data-bbox="395 465 1217 600">• A process to set up a buddying system linking existing Governors and new governors will be set up by the Deputy Lead Governor with support from the Head of Corporate Assurance. <li data-bbox="395 633 1273 768">• A development session on the Community Mental Health Team is planned for the 22 July 2022 12-1.30pm and session on Quality Development scheduled to take place for Governors on 19 October 2022, time to be confirmed. <li data-bbox="395 801 1257 969">• The next CoG meeting date is planned for late summer, early Autumn consideration will be given to changing some meetings from Tuesdays to Wednesdays following a proposal from some Governors. Governors were asked to provide feedback on availability for either day. Action: All <li data-bbox="395 1003 1201 1081">• The date for the Annual Members meeting is yet to be finalised, but will take place before the end of September. <li data-bbox="395 1115 1241 1216">• A poll will be sent to Governors to canvass views on whether to continue meetings online or in person, considering options for both formal council meeting and informal meetings. <li data-bbox="395 1249 1257 1417">• The leads for organisational development and staff health and wellbeing have offered staff governors links to existing opportunities to communicate and receive feedback on leadership events, the health and wellbeing agenda and staff survey. <li data-bbox="395 1451 1217 1585">• The Chair meets with the Lead Governor and Deputy Lead governor. Drop-in sessions with the Chair continue to be offered which are useful meetings outside of the CoG meetings, and these will help to inform future agendas. <li data-bbox="395 1619 1225 1720">• The newly appointed Non-Executive Director will join SHSC from 1st July 2022, following completion of all fit and proper checks. <p data-bbox="347 1753 1225 1821">The Chair provided the following update on recent board visits and key meetings she had attended:</p> <ul data-bbox="395 1854 1273 2022" style="list-style-type: none"> <li data-bbox="395 1854 1273 2022">• The Chair and Heather Smith, Non-Executive Director informed the Governors that they had recently visited the Homeless Assessment and Support Team as part of the Board visits to services, to hear of the valuable work being done with vulnerable communities. 	

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	<ul style="list-style-type: none"> The Chair explained that the new Integrated Care System (ICS) for South Yorkshire and Bassetlaw, comes into existence from 1 July 2022. A future briefing will be provided to Governors on this. The ICS will be holding a development session for governors and governors will be kept informed of a date for this is which is likely to be confirmed for late summer, early autumn. The Chair, Jan Ditheridge (CEO) and Beverley Murphy (Executive Director of Nursing, Professions and Operations) attended a Recovery Support Programme conference in London to support and share learning with organisations in SOF4 (previously known as special measures). They have also attended the recovery review programme meeting where Jan Ditheridge and Beverly Murphy presented SHSC's journey. This was the last formal part of the process coming out of special measures. <p>Action: Head of Corporate Assurance to share a poll requesting feedback regarding online and /or in-person meetings for future Council of Governors meetings to be emailed to Governors for response by 15 August 2022</p>	AW
CoG 78/10	<p>Update from the Board (May 2022)</p> <p>The draft report from the Board to the Council of Governors was received and it was noted the document will continue to be developed and refined in consultation with Governors, drafted by the Director of Corporate Governance with input from the Non-Executive Directors. The style of the report was changed following feedback from the last session and this will continue to be reviewed to ensure that the balance of information is right. Each meeting will also have a presentation from one of the Board sub-committees.</p> <p>Governors raised questions in relation to the Financial Summary plan and what the implications of having a planned deficit or a break-even position might be for services. It was noted too, that the forecast spend reads 2023-2024.</p> <p>The Chair and the Non-Executive directors provided further information and answers to the questions posed by Governors:</p> <ul style="list-style-type: none"> A planned end of year position must be agreed with the regulator each year in the first quarter. Discussions through Finance and Performance committee provide a rigorous process for making sure that cost improvements are well thought out whilst working within the pressures of the Department of Health, Treasury and Integrated Care system. Any cost improvement programme is subject to Quality Equality Impact Assessments (QEIA) The financial position may still change and is still being discussed and agreed. An example of reducing out of area beds was given as a cost improvement programme item that will have a positive impact on service users by providing care closer to home, whilst achieving the cost improvements required. 	

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	<p>In relation to the Governor question regarding whether the vacancy spend of 1.2 million was being actively addressed, the Non-Executive Directors advised:</p> <ul style="list-style-type: none"> • Active recruitment is taking place and there is no current freeze on any vacancies. The Quality Assurance Committee is reviewing plans for improving recruitment and retention and there is a drive to reduce agency spend. <p>In relation to the mental health reform bill, the changed criteria was welcomed but concern was raised by Governors regarding the potential impact on services users who require an acute admission for their safety rather than their therapeutic care.</p> <p>Board members agreed that care needs to be seen in the broader sense and advised the following:</p> <ul style="list-style-type: none"> • Care should always fit in with SHCS Clinical and Social Care strategy • this will be an agenda item for discussion at the Mental Health Legislation Committee (MHLC) tomorrow. • The Chair and the Executive Director of the MHLC will be attending national briefings to explore what the new legislation will mean, and this will feature in future Board reports to the Council of Governors. • The perspective is that most of the provisions are welcomed as a positive development, but the detail will need to be understood. <p>In relation to a request for any further comments, it was suggested that it would be useful to know more about the Homeless service and how much they work holistically across the area. The Chair said she thought that the service would welcome an opportunity to present their work and that this could be brought back to the Council of Governors as a development session or as a service user story</p> <p>Action: Future Development session on the Homeless Assessment and Support Team to be planned for the Council of Governors.</p>	AW
CoG 78/11	<p>Audit and Risk Committee presentation</p> <p>Anne Dray provided a summary of the work undertaken by the Audit and Risk Committee:</p> <ul style="list-style-type: none"> • It is a statutory requirement for all large public sector organisations to have an Audit and Risk Committee (ARC) that provides independent oversight of the organisations systems to make sure it accounts for how finances are used to enable delivery of objectives. • The ARC has a small membership of 3 Non-Executive directors in addition to other attendees such as Internal and External auditors, Director of Finance and Director of Corporate Governance. • Some of the significant issues looked at during 2021-2022 included the Annual Report and Accounts, the Annual Governance statement, Head of Internal Audit Opinion, External Audit Opinion and Counter Fraud, Bribery and Corruption annual report. • The ARC provides corporate governance by ensuring that the organisation meets the conditions of its provider licence, is compliant with the constitution and considers outcomes of any significant reviews. 	

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	<ul style="list-style-type: none"> The ARC also receives all the risks on the Board Assurance Framework and Corporate Risk Register. There is currently an externally commissioned review of the risk management system and the outcomes of this this will be reported to ARC. A list of the internal audits undertaken in 2021-2022 was provided and the key committee objectives for the coming year were highlighted. <p>A discussion between the Chair of ARC and the governors followed:</p> <ul style="list-style-type: none"> the difficult and challenging work of the ARC was acknowledged. It was confirmed that the most challenging aspect is being sighted on front line services to ensure that the focus is on service users and systems close working with Quality Assurance Committee and People Committee assures ARC to be sighted on the right issues in the right places. Negotiation with internal and external audit, alongside their benchmarking against similar organisations also ensures that ARC is focused on key areas. 	
CoG 78/12	<p>Lead Governor Role</p> <p>The Council of Governors receive and noted the Lead Governor role report. The need to extend the Lead Governor role until 30 June 2022 was discussed and agreed at a previous Council of Governors meeting and the following was discussed in relation to the lead governor election process:</p> <ul style="list-style-type: none"> The process as described in the report enables those who wish to stand as Lead Governor to nominate themselves. Due to technical difficulties in all governors receiving forms, the deadline has been extended until 21 June a secret ballot will be managed to identify a new Lead Governor to take up post by 1 July 2022. <p>Governors were assured that anyone wishing to undertake the Lead Governor role will receive support to fulfil the role.</p> <p>Views were also sought from Governors on the length of term of office, which is currently two years. Governors were asked to consider a suggestion for a one-year length of term to allow more frequent rotation of this role.</p> <p>Following a discussion, Governors unanimously agreed that the length of term of office should continue at two years to enable the newly elected Lead Governor to be able to fully embed in this complex role. Lived experience from the current Lead Governor supported this and this was approved by Council.</p> <p>Action: Nominations to be received by 21 July 2022 – all Governors Secret ballot following receipt of all nominations – Head of Corporate Assurance Governors will be informed of the outcome by 30 June 2022 by Head of Corporate Assurance</p>	<p>AW</p> <p>AW</p>
CoG 78/13	<p>Feedback from Governors proposed approach</p> <p>It was proposed at a previous council meeting to have a standing item on the agenda to enable Governors to report on Governor activity</p>	

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	<p>thereby fulfilling their role to represent the interests of members and constituents.</p> <p>The following feedback was discussed by Governors:</p> <ul style="list-style-type: none"> • TP has been attending the Community Mental Health Team project Board meetings for the last two years. TP offers the service user perspective in support of co-production to the operational and technical work discussed. The project board is finishing at the end of this year, and it has been positive to see a more trusting and promising programme developing. • CD reported on staff feedback received relating to a new electronic requisitioning system that has been implemented and has been a challenging to some staff. It was recognised that as this was an operational decision, the Council of Governors would not need to be informed of its implementation, however it was helpful to hear this feedback to inform learning and coaching for implementation of future change projects, such as the Electronic Patient record • BC reported on their attendance at the Carers workshop which is in place to scope views and issues from carers across the city. This has been a helpful forum for the inclusion of the carer voice. It was agreed that the work relating to the carer voice within SHSC has greatly improved and it is positive to see this work come alive. • SH reported that representing the public constituents remains a challenge and feedback is received anecdotally which is difficult to transpose onto a form. The hybrid system of providing Governor feedback will support this process. • JK reported on the development of Community Hubs as a key resource for the public to be able to access health and social care information. • SW provided feedback on four key highlights from the University of Sheffield: <ul style="list-style-type: none"> • The Research Excellence framework publishes it's report on the level of research quality and impact every seven years. SHSC has been involved in health services and public health research and this latest report has seen significant improvement in its results for Sheffield. This brings improved status but also improved funding income to allow further research. • Health Education England has funding of £100,000 for a new MSc in Research and Delivery. SHSC is a key partner and host, and this is a great vehicle for providing improvement in skills and knowledge of the workforce in delivering innovation and quality improvement. Michelle Horspool, Deputy Director of Research development at SHSC has been a key contributor to this programme. • A Nursing, Midwifery and Allied Health Professional clinical academic working group is being established in Sheffield which will support training opportunities for these staff in research and academic activities. • The Integrated Care Partnership provides real initiative to create research partnerships between the Integrated Care System, Academic Health Science Network (NIHRR) and SHSC. 	

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	It was agreed that feedback from Governors would become a standing item on meeting agendas and will continue to be in a hybrid format allowing Governors the option of using a feedback form or providing verbal feedback during the meeting.	
CoG 78/14	<p>Governor Elections Report The Council of Governors received and noted the Governor Election Report. During this recruitment process eight vacancies were filled, including the Public Rest of England which was a contested seat.</p> <p>Newly appointed Governors are in the process of completing their declaration of interest and Fit and Proper persons paperwork in order to start formally July 2022. The Chair, Lead Governor and Director of Corporate Governance will discuss and recommend a timeframe for holding a by-election for vacant seats, particularly staff governor vacancies. Awareness raising of the roles will be supported by the Executive team.</p> <p>The Council of Governors note the update provided and to discussed and agreed recommended next steps.</p>	
CoG 78/15	<p>Non-Executive Director Appraisal Process The Nominations and Remuneration Committee (NRC) met the previous week and agreed the approach to the NED appraisal process which will now be taken forward. It was confirmed questionnaires would be sent to Governors for their input in advance of the appraisal meetings. Governors confirmed their agreement with the appraisal process as outlined. Action: Head of Corporate Assurance to circulate appraisal questionnaires to Governors for return in advance of the appraisal dates – return date to be confirmed in the email.</p>	AW
CoG 78/16	<p>SHSC Constitution proposed interim changes The timing for the planned review of the constitution has been put back by the Chair and the Director of Corporate Governance to enable further time to engage with Governors and for system changes such as those related to Clinical Commissioning groups (CCG's) to take place.</p> <p>It was felt concerns regarding quoracy, given the level of current vacancies, could be managed with the continued support from Governors in committing to attend meetings.</p> <p>Action: To support the review of the constitution, it was agreed discussions should take place with Sheffield City Council regarding the number of seats held on the Council, currently three with only one filled to understand if they wish to retain that number of seats.</p> <p>It was noted reference to the Mental Health Legislation Committee would need to be added as the committee had been added since the document was last updated</p>	DL
CoG 78/17	<p>Any other Business</p> <ul style="list-style-type: none"> • CMHT Governor Development Session proposed date noted as 22 July 2022 	
	CLOSE	