

**Minutes of the Members' Council meeting held on 27 April 2018  
Textile Centre of Excellence, Huddersfield**

<b>Present:</b>	Angela Monaghan	Chair
	Marios Adamou	Staff – Medicine and Pharmacy
	Neil Alexander	Public – Calderdale
	Bob Clayden	Public – Wakefield
	Jackie Craven	Public – Wakefield
	Andrew Crossley	Public – Barnsley
	Adrian Deakin	Staff – Nursing
	Claire Girvan	Staff – Allied Health Professionals
	Stefanie Hampson	Appointed – Staff side organisations
	Lin Harrison	Staff – Psychological Therapies
	Nasim Hasnie	Public – Kirklees
	John Haworth	Staff – Non-Clinical Support
	Carol Irving	Public – Kirklees
	Ruth Mason	Appointed – Calderdale and Huddersfield NHS FT
	Debika Minocha	Public – Wakefield
	Jules Preston	Appointed – Mid Yorkshire Hospitals NHS Trust
	Phil Shire	Public – Calderdale
	Jeremy Smith	Public – Kirklees
	Gemma Wilson	Staff – Nursing Support
	David Woodhead	Public – Kirklees
<b>In attendance:</b>	Mark Brooks	Director of Finance and Resources
	Laurence Campbell	Non-Executive Director
	Rachel Court	Non-Executive Director
	Alan Davis	Director of HR, OD and Estates
	Charlotte Dyson	Non-Executive Director
	Aimee Gray	Corporate Governance Manager (author)
	Lisa Hogarth	Staff – Allied Health Professionals (from 1 May 2018)
	Karen Taylor	Director of Delivery
	Dr Subha Thiyagesh	Medical Director
	Rob Webster	Chief Executive
	Salma Yasmeen	Director of Strategy
<b>Apologies:</b>	<u>Members' Council</u>	
	Shaun Adam	Public – Barnsley
	Bill Barkworth	Public – Barnsley
	Tina Harrison	Public – Kirklees
	Chris Pillai	Appointed – Calderdale Council
	Caroline Saunders	Appointed – Barnsley Council
	Richard Smith	Appointed – Kirklees Council
	<u>Attendees</u>	
	Tim Breedon	Director of Nursing & Quality
	Carol Harris	BDU Director, Calderdale, Kirklees, Forensic and Specialist Services
	Kate Henry	Director of Marketing, Communication and Engagement
	Chris Jones	Non-Executive Director
	Kate Quail	Non-Executive Director
	Sean Rayner	BDU Director, Barnsley and Wakefield

### **MC/18/09 Welcome, introductions and apologies (agenda item 1)**

Angela Monaghan (AM), Chair, welcomed everyone to the meeting. Apologies as above were noted.

AM welcomed Lisa Hogarth, newly elected governor from 1 May 2018, and Dr Subha Thiyagesh, Medical Director to their first meeting of the Members' Council. AM also noted that the University of Huddersfield had appointed a new representative, Professor Barry Tolchard, but that the Trust was still awaiting an appointed member from Barnsley Hospital NHS Trust. AM informed the meeting that David Jones had stepped down as an appointed governor for Wakefield Council due to a conflict of interest with his role as Councillor. AM thanked David, in his absence, for his contribution to the Members' Council.

### **MC/18/10 Members' Council business items (agenda item 2)**

#### **MC/18/10a Members' Council elections (agenda item 2.1)**

AM informed the Members' Council of the outcome of the recent governor election as follows:

- Public - Wakefield: Kate Amaral and Daz Dooler
- Public - Rest of South and West Yorkshire: Paul Williams
- Public - Kirklees: Mike Walker
- Staff - Non-clinical support services: Debby Walker
- Staff - Allied Healthcare Professionals: Lisa Hogarth
- Staff - Registered Medical Practitioners and Registered Pharmacists: Marios Adamou (re-elected)
- Staff - Registered Nurses: Adrian Deakin (re-elected)

Vacant seats remain for Public - Calderdale and Staff - social care staff in integrated teams.

AM advised that Claire Girvan and John Haworth would retire as staff governors by rotation and thanked them for their contributions to the Members' Council during their years as governors. Adrian Deakin (AD) added that he was looking forward to working with the new staff representatives but that he would miss Claire and John's input.

Lin Harrison (LH) queried what had been done to promote awareness and encourage nominations for the social staff in integrated teams seat. Aimee Gray (AG) advised that information had been circulated within the Trust's Business Development Units (BDUs) in a bid to encourage nomination. The meeting discussed that the staff group was small in comparison to other groups which may also be a factor contributing to the lack of nominations. It was suggested that the public and staff groups are reviewed at the next review of the Constitution.

**Action: Angela Monaghan**

### **MC/18/11 Declaration of Interest – annual exercise (agenda item 3)**

The Members' Council noted the paper.

David Woodhead (DW) queried if declarations should only be of a commercial nature. AM encouraged governors to make any declarations that may cause, or be seen to cause, a conflict of interests. The following additional declarations were made:

- David Woodhead – Labour Party
- Jackie Craven – member of Dementia UK

Jeremy Smith (JS) advised that he had interests to declare that were not included in the paper. JS agreed to submit outside of the meeting.

**It was RESOLVED to NOTE the individual declarations from governors and CONFIRM the changes to the register of interests.**

#### **MC/18/12 Minutes of the previous meeting held on 3 February 2018 (agenda item 4)**

**It was RESOLVED to APPROVE the minutes from the meeting held on 3 February 2018.**

The meeting discussed the outstanding action points:

- MC/18/04 service user stories for Trust Board – AM updated the meeting to advise that the Members' Council Quality Group would discuss future service user stories to be presented to the Trust Board. Neil Alexander (NA) provided feedback on the story that was presented at the April 2018 Board meeting and felt that it was focussed on process rather than a service user issue and how an issue was solved. Rob Webster (RW) commented that there had stories at previous Board meetings which focused on service user issues and lessons learned. The role of the Members' Council Quality Group will be to discuss the best way to reflect service users' and carers' experiences at Board.

#### **MC/18/13 Chair's report and feedback from Trust Board and Chief Executive's comments (agenda item 5)**

##### Chair's report and feedback from Trust Board

AM highlighted the followings:

- Since the report was circulated to the governors, the West Yorkshire Mental Health Services Collaborative (WYMHSC) Memorandum of Understanding (MoU) had been agreed by all Boards and that governors would receive written confirmation of this.
- Dr Adrian Berry has retired from the role of Medical Director but will continue to work with the Trust as Responsible Officer. Dr Subha Thiyagesh began her role as Medical Director from 12 April 2018.
- Outline of the key areas of discussion at the Trust Board:
  - Focus on the Board Assurance Framework (BAF) and risk register. The Board agreed to update the Risk Appetite and that a risk should be added to the organisational level risk register regarding out of area placements.
  - Safer staffing report.
  - Finance and performance reports.
  - Annual report on safe working hours for doctors in training that was presented by Dr Richard Marriott.
  - The Board also reviewed and approved the committee and forum terms of reference and AM noted that Nasim Hasnie was now formally a member of the Equality and Inclusion Forum. AM added that further work is required to consider how the Forum would determine which governor would be a member of the Forum in the future and advised that governors are welcome to attend the Forum should they wish to.

NA fed back that it was useful to receive a copy of The Brief. The meeting discussed the NHS 70 Superstar Awards and the positive feedback that had been received from staff across the Trust about this.

Marios Adamou (MA) raised the issue of out of area placements and queried what plans were in place to reduce the number of placements. Mark Brooks (MB) noted that there was a lot of work across the WYMHSC and that all mental health providers were being asked to agree a trajectory to reduce the number of out of area placements over three years. The trajectory would be agreed with commissioners and plans will be submitted in April / May 2018.

#### Chief Executive's Comments

RW reported the following:

- Feedback from the most recent Care Quality Commission (CQC) visit that the Trust had retained the right culture.
- The risks the Trust will face over the next year relating to finance in particular around out of area bed placements, and informed that the spend in February and March 2018 had been the highest so far.
- During the pre-election period, the Trust were not permitted to make any decisions or announcements that could be politically sensitive. RW noted that the Prime Minister had pledged to produce a long term settlement for the NHS and it was expected to be announced for the 70th birthday of the NHS. The Trust would also have 70 new volunteer roles and RW asked governors to promote this across their networks.

Carol Irving (CI) advised that she had seen a negative article relating to Locala and queried if this could tarnish the reputation of the Trust as we have worked with Locala. RW noted that the adult services and inpatient services run by Locala were rated as 'inadequate' by the CQC and the Trust immediately checked if any Trust services were impacted. Support has been offered to Locala to assist them in improving the areas rated as 'inadequate' and Tim Breedon (TB) attends their governance meetings.

Phil Shire (PS) queried the high spend on out of area beds and Karen Taylor (KT) explained that this was a challenging situation with variance in demand and capacity across the footprint, and the Trust was trying to learn from other organisations to get it right. The team has visited Sunderland and was working closely with Bradford.

#### **MC/18/14 Trust Board appointments (agenda item 6)**

##### MC/18/14a Re-appointment of Non-Executive Directors (agenda item 6.1)

*Rachel Court (RC) and Charlotte Dyson (CD) left the room for this agenda item.*

AM outlined what the Members' Council were being asked to consider and approve. NA commented that more information should be provided as to why the Nominations' Committee are making the recommendations to the Members' Council. It was noted that the Minutes from the Nominations' Committee meetings are publicly available and that members of the Committee present at the Members' Council meeting were open to questions. It was suggested that future papers should include an extract from the Minutes to show the discussion that took place. The recommendations made and the value that RC and CD bring to the Trust was discussed.

**It was unanimously RESOLVED to SUPPORT the following recommendations from Nominations Committee to:**

- **re-appoint Rachel Court as Non-Executive Director of the Trust for a period of up to 12 months from 1 October 2018 to 30 September 2019;**
- **re-appoint Charlotte Dyson as Non-Executive Director of the Trust for a further three-year period from 1 May 2018 to 30 April 2021; and**
- **re-appoint Charlotte Dyson as the Deputy Chair and as Senior Independent Director for a further two-year period from 1 August 2018.**

MC 18/14b Non-Executive Director recruitment (agenda item 6.2)

AM outlined that recruitment information events were held in each of the localities, the events were well attended and AM thanked governors for attending where possible. The roles had also been advertised in the Guardian, the Yorkshire Post, on social media and within networks.

**It was RESOLVED to NOTE the update.**

**MC/18/15 Members' Council business items (continued) (agenda item 7)**

MC/18/15a Update to the Members' Council declaration and register of interests including gifts and hospitality policy (agenda item 7.1)

It was noted that an extra 'and' should be removed from 'section f' and MB confirmed that 'section g' covered any other declarations not covered under the points above in the interest of openness and transparency.

**It was RESOLVED to APPROVE the updated Policy.**

MC/18/15b Members' Council Groups – Terms of Reference (agenda item 7.2)

**It was RESOLVED to APPROVE the changes to the Members' Council Quality Group Terms of Reference.**

MC/18/15c Review of Audit Committee Terms of Reference (agenda item 7.3)

Governor attendance at the Audit Committee was discussed. Laurence Campbell (LC) confirmed that governors had attended in the past and an example of this was to appoint the internal auditors. MB confirmed that all Audit Committee items are included in the public session of Board meetings. It was agreed to share the Audit Committee work programme with the governors and for the Committee Chair to discuss with the Lead Governor where governors may be invited to attend for certain items.

**Action: Emma Jones / Laurence Campbell**

**It was RESOLVED to NOTE the Terms of Reference for the Audit Committee.**

**MC/18/16 Integrated Performance Report including finances Quarter 4 2017/18 (agenda item 8)**

The key messages from the Integrated Performance Report were presented by LC.

PS queried the staffing numbers in the report and AGD confirmed that the safer staffing fill rate relates to the shifts rather than the number of staff.

The Trust would receive targeted support due to the level of financial risk, however it was noted that the agency spend has improved by 41% since 2016/17. MB advised that the Trust would have an approximate deficit of £2 – 2.5m for the first time in 2018/19.

**MC/18/17 Care Quality Commission (CQC) – update on our inspection and report on unannounced / planned visits (agenda item 9)**

The key messages from the CQC inspection and visits were presented by Dr Subha Thiyagesh (SThi).

## **MC/18/18 Strategy, transformation / priority programme update (agenda item 10)**

The key messages from the strategy, transformation and priority programme update were presented by CD.

AM asked for any questions relating to the presentations for items 9 or 10:

- Claire Girvan (CG) queried if there was a correlation between the transformation process and what the future plans were in relation to this. AM suggested that there should be a more focussed session on out of area beds at a future Members' Council meeting.

**Action: Karen Taylor**

- NA queried the metrics for safer staffing fill rates and if this should be re-evaluated to correlate more closely to 100%. It was discussed that the fill rate % does not mean that we are overstaffed, but is the right level of staff for the care needed by our service users. NA also queried if the cash is 'ring-fenced' and MB explains that as a Foundation Trust we can retain the cash balance and invest capital.
- LH requested more information of sickness absence at a future meeting to fully understand the drivers and what can be done to address them.

**Action: Alan Davis**

- BC asked what the savings would be if internal beds were used rather than out of area beds. MB responded that this would depend on the type of bed, but it would be approximately half of the cost.
- Stefanie Hampson (SH) queried if the levels of staff sickness are influencing the level of agency spend. Alan Davis (AGD) advised that the Trust always puts safety first and will use bank staff where possible to cover any sickness.
- MA queried what is included in the strategy in relation to saving in excess of 6%. MB advised that income is reducing year on year and less service provision has an impact on the level of savings.
- PS noted that a £6m saving has been identified and queried where the additional £3m saving could come from. MB advised that there was work ongoing to make some savings from this financial year recurrent and to look at vacancies and restructuring if required. In addition, there may be some upsides from this year that we are yet to bank. It is recognised that this will be a significant challenge.
- Andrew Crossley (AC) queried if there is a strategy to increase more high profile media coverage such as the recent news article on suicide. It was acknowledged that the Trust needs to do more external communications.
- Nasim Hasnie (NH) queried if children who are inpatients in adult beds are in separate rooms. KT explained that if children are placed in an adult bed, they are between 16-18 and are nursed in a room of their own with ensuite facilities and are not mixed with adult inpatients.
- CG suggested that STP agreements about use of beds across the patch should help with patient flows.

## **MC/18/19 Members' Council Development (agenda item 11)**

Ruth Mason (RM) gave an interactive presentation with governors about holding Non-Executive Directors to account and opportunities to be involved with the Trust.

## **MC/18/20 Holding Non-Executive Directors to account – annual session (agenda item 12)**

The governors held an interactive 'speed-dating' session with the Non-Executive Directors to hold them to account in their role on the Trust Board.

**MC/18/21 Closing remarks and dates for 2018 (agenda item 13)**

AM thanked the governors for their attendance and input, and reminded of the following dates for 2018 including the date and venue for the Annual Members' Meeting:

- Friday 3 August 2018, afternoon Members' Council meeting (Elsie Whiteley, Halifax)
- Monday 17 September 2018, afternoon Annual Members' Meeting (Shay Stadium, Halifax)
- Friday 2 November 2018, morning Members' Council meeting (Fieldhead, Wakefield)

**Signed:**

A handwritten signature in black ink, appearing to be 'A.M.', written over a horizontal line.

**Date:** 3 August 2018