<table>
<thead>
<tr>
<th>Item</th>
<th>Approx. Time</th>
<th>Subject Matter</th>
<th>Lead</th>
<th>Action</th>
<th>Minutes allotted</th>
</tr>
</thead>
<tbody>
<tr>
<td>1.</td>
<td>12.00</td>
<td>Welcome, introductions and apologies</td>
<td>Angela Monaghan, Chair</td>
<td>Verbal item</td>
<td>To receive 5</td>
</tr>
<tr>
<td>2.</td>
<td>12.10</td>
<td>Declarations of Interests</td>
<td>Angela Monaghan, Chair</td>
<td>Paper</td>
<td>To receive 2</td>
</tr>
<tr>
<td>3.</td>
<td>12.12</td>
<td>Minutes and actions of the previous meeting held on 31 January 2020</td>
<td>Angela Monaghan, Chair</td>
<td>Paper</td>
<td>To agree 3</td>
</tr>
<tr>
<td>4.</td>
<td>12.15</td>
<td>Chair's / Chief Executive's update</td>
<td>Angela Monaghan, Chair / Rob Webster, Chief Executive</td>
<td>Verbal</td>
<td>To receive 15</td>
</tr>
<tr>
<td>5.</td>
<td>12.30</td>
<td>Members’ Council business items</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>12.30</td>
<td>5.1 Members’ Council elections</td>
<td>Angela Monaghan, Chair</td>
<td>Paper</td>
<td>To receive 5</td>
</tr>
<tr>
<td></td>
<td>12.35</td>
<td>5.2 Appointment of Lead Governor and Deputy Lead Governor</td>
<td>Angela Monaghan, Chair</td>
<td>Paper</td>
<td>To agree 10</td>
</tr>
</tbody>
</table>
|      | 12.45        | 5.3 Agreement of governor membership for:  
- Nominations’ Committee  
- Members’ Council Quality Group | Angela Monaghan, Chair | Paper | To agree 10 |
|      | 12.55        | 5.4 Annual Reports  
5.4.1 Members’ Council Co-ordination Group  
5.4.2 Members’ Council Quality Group | Angela Monaghan, Chair | Paper | To agree 10 |
|      | 13.05        | 5.5 Appointment of external auditor | Mark Brooks, Director of Finance & Resources | Verbal item | To receive 5 |
6. 13.10 **Trust Board appointments**  
13.10 6.1 Extension of Non-Executive Director – Laurence Campbell  
Lead Governor  
**Paper**  
To agree  
10  
13.20 6.2 Extension of Deputy Chair / Senior Independent Director – Charlotte Dyson  
Lead Governor  
**Paper**  
To agree  
10  
13.30 6.3 Reappointment of Non-Executive Director – Kate Quail  
Lead Governor  
**Paper**  
To agree  
10  

7. 13.40 **Closing remarks, work programme, and future meeting dates**  
- Work programme 2020/21 (attached)  
- Members’ Council meetings 2020:  
  - 31 July 2020 (Calderdale) - 12.30-16.30pm, Shay Stadium, Shay Syke, Halifax  
    HX1 2YT  
  - 30 October 2020 (Wakefield) - 9.30am-14.30pm, Large conference room, Wellbeing & learning centre, Fieldhead, Ouchthorpe Lane, Wakefield, WF1 3SP  

13.45 **CLOSE**
Members’ Council
1 May 2020

Agenda item: 2
Report Title: Members’ Council Declaration of Interests
Report By: Corporate Governance Manager on behalf of the Chair of the Trust and Members’ Council
Action: To agree

EXECUTIVE SUMMARY
Purpose and format
The purpose of this item is to provide information regarding the declarations made by governors on their interests as set out in the Trust’s Constitution and Monitor’s (NHS Improvement) Code of Governance.

Recommendation
The Members’ Council is asked to NOTE the individual declarations from governors and to CONFIRM the changes to the Register of Interests.

Background
The Trust’s Constitution and the NHS rules on corporate governance, the Combined Code of Corporate Governance, and NHS Improvement require a register of interests to be developed and maintained in relation to the Members’ Council. During the year, if any such Declaration should change, governors are required to notify the Trust so that the Register can be amended and such amendments reported to the Members’ Council.

Both the Members’ Council and Trust Board receive assurance that there is no conflict of interest in the administration of the Trust’s business through the annual declaration exercise and the requirement for governors to consider and declare any interests at each meeting.

There are no legal implications arising from the paper; however, the requirement for governors to declare their interests on an annual basis is enshrined in the Health and Social Care Act 2012 in terms of the content of the Trust’s Constitution.

Process
The Corporate Governance Team is responsible for administering the process on behalf of the Chair of the Trust. The declared interests of governors are reported in the Trust’s Annual Report and the Register of Interests is published on the Trust’s website.
All governors of Members’ Council have signed a Code of Conduct for Governors on commencement.

The following declarations of interest have been made by the Members’ Council:

**Current governors (2020/21)**

<table>
<thead>
<tr>
<th>Name</th>
<th>Declaration</th>
</tr>
</thead>
</table>
| ADAMOU, Marios         | Director, Marios Adamou Ltd.  
                        | Board member, UKAAN.  
                        | Secondary Care Doctor member, NHS Northumberland Clinical Commissioning Group (CCG).                                                                                                                     |
| AMARAL, Kate           | No interests declared.                                                                                                                                                                                 |
| ARMER, Bill            | No interests declared.                                                                                                                                                                                 |
| BARKWORTH, Bill        | Director, Barkworth Associates Limited.  
                        | Senior Associate with Campbell Tickell, a management consultancy partnership specialising in social housing. The partnership does not work with the NHS but may do so at some stage in the future. |
| BATTY, Paul            | No interests declared.                                                                                                                                                                                 |
| BECKLEY, Evelyn        | No interests declared.                                                                                                                                                                                 |
| CLAYDEN, Bob           | Chair, Portobello Community Craft and Camera Group.  
                        | Occasionally contracted for sessions as freelance artist by Next Generation Artzone.  
                        | As a freelance artist, may be employed by groups funded or partially funded by the Trust.  
                        | Member of West Yorkshire & Harrogate Cancer Alliance Community Panel.                                                                                                                                     |
| CRAVEN, Jackie         | Board member, Young Lives Consortium, Wakefield.  
                        | Member, Alzheimer’s’ Society.  
                        | Member, Versus Arthritis.  
<pre><code>                    | Member, Dementia UK.                                                                                                                                                                                      |
</code></pre>
<table>
<thead>
<tr>
<th>Name</th>
<th>Declaration</th>
</tr>
</thead>
<tbody>
<tr>
<td>DEAKIN, Adrian</td>
<td>No interests declared.</td>
</tr>
<tr>
<td>DEGMAN, Dylan</td>
<td>No interests declared.</td>
</tr>
<tr>
<td>HARRISON, Lin</td>
<td>Fulltime secondment as Suicide Prevention Project Manager for West Yorkshire and Harrogate Health and Care Partnership (WYHHCP). Member of the Labour party. Volunteer Co-ordinator for sub area of Crookes Mutual Aid Group (COVID-19 Community Support) I commission services for the ICS as Suicide Prevention Project Manager, for example the West Yorkshire and Harrogate Suicide Bereavement Service fulfilled by Leeds Mind. My wife is a Commissioning Manager for Sheffield CCG.</td>
</tr>
<tr>
<td>HASNIE, Nasim</td>
<td>Trustee of Voluntary Action Kirklees.</td>
</tr>
<tr>
<td>HOGARTH, Lisa</td>
<td>Member governor, Salendine Nook High School Huddersfield. Member of the Labour Party.</td>
</tr>
<tr>
<td>IRVING, Carol</td>
<td>Volunteer Ambassador, Dementia UK.</td>
</tr>
<tr>
<td>JACKSON, Tony</td>
<td>No interests declared.</td>
</tr>
<tr>
<td>JHUGROO, Adam</td>
<td>Primary Care Diabetes Team, NAPP Pharmaceuticals.</td>
</tr>
<tr>
<td>Name</td>
<td>Declaration</td>
</tr>
<tr>
<td>------------------------------</td>
<td>------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------</td>
</tr>
<tr>
<td>LAKE, Trevor</td>
<td>Chair, Barnsley Hospital NHS Foundation Trust.</td>
</tr>
<tr>
<td>Appointed – Barnsley Hospital NHS Foundation Trust</td>
<td>Chair, Joint Independent Audit and Ethic Committee, West Yorkshire Police and Crime Commissioners and West Yorkshire Police Force. Director, Six Degrees Consultancy (non NHS work). Chair, Trustees of Barnsley Hospital Charity.</td>
</tr>
<tr>
<td>LAVILLE, John</td>
<td>Director and Shareholder, EMS (Hartshead) Ltd (dormant company). Member / Carer Representative, Kirklees Mental Health Partnership Board. Trustee and Chair, Popplewell Charity. Patient Representative North Kirklees Primary Care Commissioning Committee</td>
</tr>
<tr>
<td>Publicly elected – Kirklees</td>
<td></td>
</tr>
<tr>
<td>LUND, Ros</td>
<td>Wakefield MDC: Deputy Cabinet Member, Adults and Health Member of The Labour Party.</td>
</tr>
<tr>
<td>Appointed – Wakefield Council</td>
<td></td>
</tr>
<tr>
<td>MASON, Ruth</td>
<td>Member, Board of Directors, ‘Mind the Gap’ theatre company, Bradford, which employs actors with a learning disability.</td>
</tr>
<tr>
<td>Appointed – Calderdale and Huddersfield NHS Foundation Trust</td>
<td></td>
</tr>
<tr>
<td>MINOCHA, Debika</td>
<td>No interests declared.</td>
</tr>
<tr>
<td>Publicly elected – Wakefield (to 30 April 2020)</td>
<td></td>
</tr>
<tr>
<td>NEWTON, Debbie</td>
<td>Director of Community Services, Mid Yorkshire Hospitals NHS Trust.</td>
</tr>
<tr>
<td>Appointed – Mid Yorkshire Hospitals NHS Trust</td>
<td></td>
</tr>
<tr>
<td>PILLAI, Chris</td>
<td>Independent Hospital Manager.</td>
</tr>
<tr>
<td>Appointed – Calderdale Council</td>
<td></td>
</tr>
<tr>
<td>SHEARD, Tom</td>
<td>Director and Company Secretary of Barnsley TUC Training Ltd. Member of ‘Monk Bretton Cares’ a voluntary group who organise and provide a Dementia Café in Monk Bretton once per week. This is in conjunction with BIADS Barnsley Dementia Support. Member and Chair of Patient Group at White Rose Medical Practice.</td>
</tr>
<tr>
<td>Publicly elected – Barnsley (from 1 May 2020)</td>
<td></td>
</tr>
<tr>
<td>Name</td>
<td>Declaration</td>
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<tr>
<td>---------------------------</td>
<td>----------------------------------------------------------------------------</td>
</tr>
<tr>
<td>SHIRE, Phil</td>
<td>Director, Greenroyd Bowling Club Limited.</td>
</tr>
<tr>
<td>Publicly elected – Calderdale</td>
<td></td>
</tr>
<tr>
<td>SMITH, Jeremy</td>
<td>Director, Predictlaw Ltd.</td>
</tr>
<tr>
<td>Publicly elected – Kirklees</td>
<td></td>
</tr>
<tr>
<td>STUART-CLARKE, Keith</td>
<td>Volunteer with West Yorkshire and Harrogate NHS trust CCG, in the post with their reduction of suicide project which is based at White Rose House, Wakefield.</td>
</tr>
<tr>
<td>Publicly elected – Barnsley</td>
<td></td>
</tr>
<tr>
<td>SUMNER, Nicola</td>
<td>No interest declared.</td>
</tr>
<tr>
<td>Appointed – Barnsley Council</td>
<td></td>
</tr>
<tr>
<td>TEALE, Debs</td>
<td>No interests declared.</td>
</tr>
<tr>
<td>Staff elected – Nursing support</td>
<td></td>
</tr>
<tr>
<td>TOLCHARD, Professor Barry</td>
<td>No interests declared.</td>
</tr>
<tr>
<td>Appointed – University of Huddersfield</td>
<td></td>
</tr>
<tr>
<td>WILKINSON, Tony</td>
<td>Trustee Board member HEALTHWATCH KIRKLEES</td>
</tr>
<tr>
<td>Publicly elected – Calderdale (from 1 May 2020)</td>
<td></td>
</tr>
</tbody>
</table>

Where no return has been received by the Trust, the current entry on the Register has been included in italics.

Past governors (who left in 2019/20)

<table>
<thead>
<tr>
<th>Name</th>
<th>Declaration</th>
</tr>
</thead>
<tbody>
<tr>
<td>ALEXANDER, Neil</td>
<td>No interests declared.</td>
</tr>
<tr>
<td>Publicly elected – Calderdale</td>
<td></td>
</tr>
<tr>
<td>WILLIAMS, Paul</td>
<td>No interests declared.</td>
</tr>
<tr>
<td>Publicly elected – Rest of Yorkshire &amp; the Humber</td>
<td></td>
</tr>
</tbody>
</table>
Minutes of the Members’ Council meeting held on 31 January 2020
Legends Suite, Barnsley Football Club, Barnsley

Present:  
Angela Monaghan (AM)  
Bill Barkworth (BB)  
Bob Clayden (BC)  
Jackie Craven (JC)  
Andrew Crossley (AC)  
Adrian Deakin (AD)  
Lin Harrison (LHa)  
Dr Nasim Hasnie OBE (NH)  
Carol Irving (CI)  
Trevor Lake (TL)  
John Laville (JL)  
Ruth Mason (RM)  
Devika Minocha (DM)  
Debbie Newton (DN)  
Phil Shire (PS)  
Keith Stuart-Clarke (KSC)  
Prof Barry Tolchard (BT)  

Chair  
Public – Barnsley  
Public – Wakefield  
Public – Wakefield  
Public – Barnsley  
Staff – Nursing  
Staff – Psychological Therapies  
Public – Kirklees  
Public – Kirklees  
Appointed – Barnsley Hospital NHS Foundation Trust  
Public – Kirklees  
Appointed – Calderdale and Huddersfield NHS Foundation Trust  
Public – Wakefield  
Appointed – Mid Yorkshire Hospitals NHS Trust  
Public - Calderdale  
Public – Barnsley  
Appointed – University of Huddersfield  

In attendance:  
Erfana Mahmood (EM)  
Sean Rayner (SR)  
Mark Brooks (MB)  
Charlotte Dyson (CD)  
Dr Subha Thiyagesh (SThi)  
Rob Webster (RW)  
Dawn Pearson (DP)  
Maria Steeples (MS)  
Salma Yasmeen (SY)  
Ashley Hambling (AH)  

Non-Executive Director  
Director of Provider Development  
Director of Finance & Resources (author)  
Deputy Chair / Senior Independent Director  
Medical Director  
Chief Executive  
Marketing, Communications, Engagement & Inclusion Lead  
Personal Assistant/Minute Taker  
Director of Strategy  
HR Business Manager  

Apologies:  
Marios Adamou (MA)  
Kate Amaral (KA)  
Cllr Bill Armer (BA)  
Paul Batty (PB)  
Evelyn Beckley (EB)  
Daz Dooler (DD)  
Lisa Hogarth (LHo)  
Adam Jhugroo (AJ)  
Cllr Ros Lund (RL)  
Cllr Chris Pillai (CP)  
Jeremy Smith (JS)  
Cllr Nicola Sumner (NS)  
Debs Teale (DT)  
Chris Pillai (CP)  
Paul Williams (PW)  

Staff – Medicine and Pharmacy  
Public - Wakefield  
Appointed – Kirklees Council  
Staff - Social care staff working in integrated teams  
Appointed – Staff side organisations  
Public - Wakefield  
Staff – Allied Healthcare Professionals  
Public – Calderdale  
Appointed – Wakefield Council  
Appointed – Calderdale Council  
Public - Kirklees  
Appointed - Barnsley Council  
Staff – nursing support  
Appointed – University of Huddersfield  
Public – Rest of South and West Yorkshire
Welcome, introductions and apologies (agenda item 2)

Angela Monaghan, Chair, welcomed everyone to the meeting, in particular any new governors.

A governors-only meeting had been held prior to the main meeting.

There were no members of the public in attendance.

Apologies, as above, were noted.

AM highlighted that some governors would be stepping down at the end of April, and she wished to thank them for their service. Nasim Hasnie (NM) was approaching the end of his final term of office, and had served for 9 years. Lin Harrison had served for one term.

Declaration of Interests (agenda item 3)

No declarations were received.

Minutes and actions of previous meetings held on 11 November 2019 (agenda item 4)

The final draft Minutes of the Members’ Council meeting held on 11 November 2019 were approved, subject to the following amendments:

John Laville (JL) and Trevor Lake (TL) were listed twice under those present.

The following matters arising were discussed:

- MC/19/38 Governor engagement feedback (agenda item 7.4)
  Phil Shire (PS) referred to the matter he had raised at the 11 November 2019 meeting regarding opportunities to feed back on PLACE inspection visits and where the reports went. AM replied that Alan Davis (AD) would know the answer to that and he would come back with a response.

  Action: Alan Davis

  PS added that he had been involved in some of the quality monitoring visits that were held in December, and that there were wider issues raised. He questioned whether more feedback should be provided from the findings of those visits, which were just a sample, together with any action points. AM advised that discussions had begun with the Trust engagement team, and she would report back via the Members’ Council Co-ordination Group with a proposal with regard to a process for raising, addressing and issues raised by governors.

  Action: Angela Monaghan / Co-ordination Group

JL advised that he had attended a quality monitoring visit, the previous day. It was part of the new process. He felt that, potentially, more could have come out of the process, eg, more involvement from the staff would provide richer discussions (which tended to be at “arms-length”), and potentially reduce some of the bureaucracy. AM advised that this new process was a pilot, linked to the quality improvement framework, and was
being developed. TB would know more about the process. She suggested that this be discussed further with the Members’ Council Quality Group.

**Action: Tim Breedon / Quality Group**

In response to an enquiry from Carol Irving (CI) regarding invitations to governors to attend monitoring visits and feedback, AM replied that all governors had been invited to take part in the visits. AM also reminded the meeting that governors were invited to attend the Members’ Council Quality Group and Co-ordination Group meetings, irrespective of whether they were formal members of those groups.

Keith Stuart-Clarke (KSC) highlighted that the exact locations of the visits were not always made clear at the outset. Governors may agree to attend, but then find that the location is difficult for them to travel to. This was noted and will be fed back to the quality improvement team.

**Action: Angela Monaghan**

The minutes of the Annual Joint Trust Board / Members’ Council meeting held on 1 November 2019 were approved.

**MC/20/04 Chair’s Report (agenda item 5)**

AM invited governors to raise any issues within the report on which they would like clarification or further information. No comments or questions were raised.

AM advised that the Trust Board Meeting (Business & Risk) had been held on Tuesday 28 January 2020 at Fieldhead, at which a lengthy and helpful discussion had been held on the Board Assurance Framework. Consideration had been given to changes required to bring it in line with the new 2020/2021 objectives. The planning guidance (which had been expected during December 2019) had been received on 30 January 2020, and had not therefore been available for consideration at the Trust Board meeting. The planning guidance would enable the Trust to formalise the Board Assurance Framework for the Trust and the wider Integrated Care Systems (ICSs).

AM referred to a service user story which had been conveyed at the meeting. The service user described how he had experienced psychosis and attempted to take his own life on a number of occasions, but, due to the support and treatment he had received from the Trust, he now no longer needed any medication or treatment. He had since become a paid peer support worker in Barnsley, and had received an Excellence award as an unsung hero.

The Trust Board had also provided updates on the ICS, and discussed progress on the Estates Strategy, which was being developed for the next 10 years. It had also been reported that the Trust was meeting all its requirements against its constitution.

AM reminded governors that public Trust Board papers were available on the Trust’s website.

AM advised that JL and JS had attended the public section of Trust Board Meeting, and invited JL to share any observations.

JL commented that the papers were very thorough, and provided assurance that a lot of strategic matters were on the agenda, and indicated who was accountable for each item. He felt that the engagement and atmosphere was very good.

**MC/20/05 Trust Board appointments – Recruitment of Non-Executive Directors (agenda item 6.1)**
Jackie Craven (JC) took the Chair and introduced the item. Mark Brooks (MB) explained that Non-Executive Director (NED) Laurence Campbell’s (LC) current term of office would end on 31 May 2020 and he had indicated that he would not be seeking re-election.

For a variety of reasons, outlined in the update paper, the Trust was seeking to recruit a NED who was financially qualified to replace LC, who was a qualified accountant.

It was highlighted that a recommendation was being made to Members’ Council (agenda item 7.4) to change the public constituency for the Rest of South and West Yorkshire to the Rest of Yorkshire. Subject to agreement of this recommendation, the advert for the NED would be open to anyone living in Yorkshire, which, it was hoped, would attract more suitable candidates.

In response to a query from TL regarding recruitment of someone with suitable demonstrable experience (but not necessarily qualified) to increase the pool of suitable candidates, MB replied that this was covered in the recruitment process.

AM highlighted that recruitment would be based on Trust values, as well as specific qualifications and experience. She would arrange for the advert to be circulated, and asked governors to promote it, as appropriate.

Action: Angela Monaghan

It was RESOLVED to NOTE the update, together with the timetable and job description.

MC/20/06 Governor appointments to Members’ Council groups (agenda item 7.1)
AM resumed the chair and introduced the item. AM explained that there were currently vacancies on the Members’ Council groups, details of which had been circulated to governors before Christmas. Adam Jhugroo (AJ) had indicated that he would wish to join the Co-ordination Group as the Calderdale representative but had not, at the time of the Co-ordination Group meeting, submitted his nomination in writing. The Co-ordination Group, at its meeting held on 9 December 2019, confirmed they were happy to support AJ’s nomination in principle and, although the deadline had passed, would still accept a formal expression of interest before the next Members’ Council meeting on 31 January 2020. Unfortunately, AJ was unable to attend the Members’ Council meeting today, due to a recent family bereavement, but had sent a self-nomination to AM, who read it out to the meeting. It was agreed to appoint AJ to the Members’ Council Co-ordination Group.

AM advised that Nasim Hasnie (NH) was approaching the end of his third term of office (end April 2020). He was currently the Members’ Council representative on the Trust Equality & Inclusion Committee, and would be attending one more meeting of that Committee in March. Nominations would be sought to replace NM.

Action: Aimee Willett

There were still vacancies on the Members’ Council groups, and details would be sent out again, following this meeting of Members’ Council.

Action: Maria Steeples

It was RESOLVED to AGREE that Adam Jhugroo be appointed as Calderdale representative on the Members’ Council Co-ordination Group.

MC/20/07 Governor engagement feedback (agenda item 7.2)
AM referred to the details of events attended by governors since the last Members’ Council meeting on 1 November 2019 up to 17 January 2020. She highlighted that a list of events had
been received from JL, but this had, unfortunately, been received too late to include for this meeting. These details would be included with the minutes.

(Post meeting note):

Meetings/events attended by JL during the period 1 November 2019 and 30 January 2020:

7.11 ~ PLACE Inspection The Dale's unit Calderdale
14.11 ~ Kirklees Mental Health Partnership Board
20.11 ~ North Kirklees Primary Care Commissioning Committee
27.11 ~ Men's Mental Health Kirklees Workstream 2
27.11 ~ Men's Mental Health Kirklees Workstream 4
3.12 ~ Kirklees Time to Change Hub
6.12 ~ Quality Monitoring Visit Priestley Unit Ward 18
9.12 ~ Members Council Coordination Committee
9.12 ~ Chair Kirklees Mental Health Carers Forum
18.12 ~ North Kirklees Primary Care Commissioning Committee
14.1.20 ~ Men's Mental Health Kirklees planning meeting
21.1.20 ~ North Kirklees Patient Reference Group network meeting
22.1.20 ~ Kirklees Time to Change Hub
28.1.20 ~ SWYPFT Board meeting
30.1.20 ~ Kirklees Mental Health Alliance meeting

Action: Maria Steeples

Bob Clayden (BC) highlighted that it was not always clear when the cut-off date was for submission of engagement feedback. AM replied that this would be followed up to ensure that it was made clear in future.

Action: Maria Steeples

The following additional events were also reported upon:

BC attended:

– No More Blue Mondays at Wakefield Town Hall, featuring a market place of stalls from over 30 local, community and charitable organisations (20 January)

– Train Ticket Thoughts on the Penistone Line, promoting mental wellbeing (23 January)

JL attended:

– Mental Health Alliance meeting in Kirklees (30 January) – this had been very well attended, and JL considered it to be a very positive and inspiring meeting.

KSC attended:

– Quality Monitoring visit at Beamshaw. Whilst KSC observed that the staff were very caring, he felt that the service users lacked routine somewhat.

– Meeting with Jane Taylor, Team Leader, Barnsley Recovery College. This followed a post-induction meeting with AM, when he had expressed an interest in working with veterans. He would work with Lin Harrison (LHa) and had been in touch with Nicola Sumner (NS), in her capacity as Barnsley Councillor.

It was RESOLVED to NOTE the Governor engagement feedback
MC/20/08 Members’ Council Elections (agenda item 7.3)
AM provided an update on the Members’ Council Elections for 2020, which had started earlier, this year, in order to provide newly-elected / re-elected governors more notice of the 1 May 2020 meeting, and an opportunity for newly-appointed / re-elected governors to self-nominate for lead governor and vacancies on groups / committees. AM outlined the process which was being managed by Civica Election Services to ensure impartiality and transparency.

BC requested that the timetable be made clear at the outset. He was aware of interested parties, but they were unsure of the order of the process. This would be looked into.

Action: Aimee Willett

It was RESOLVED to RECEIVE the update.

MC/20/09 Review and approval of Trust Constitution (agenda item 7.4)
AM referred to a governor workshop which had been held on 9 December 2019 to consider proposed amendments to the Trust Constitution. All governors had been invited to attend, and it had been attended by Evelyn Beckley (EB), BC, JC and NH. The proposed amendments had been discussed at the strategic session of the Trust Board on 17 December 2019 and comments from both meetings had informed the recommendations in the paper. The Trust Constitution was updated periodically; the last time it had been updated was February 2017.

The Members’ Council discussed and considered separately each area which had been recommended for further review.

Governor constituencies
It was RESOLVED to AGREE to further exploration of the options outlined.

Code of Conduct for Governors
With particular reference to use of social media, BC had been unable to find the Trust’s policy on use of social media. This would be followed up with the Communications and Engagement team to ensure it was available to governors.

Action: Aimee Willett

It was RESOLVED to AGREE a re-draft of the Code of Conduct to include the points outlined.

Rob Webster (RW) joined the meeting

Minor amendments
It was RESOLVED to APPROVE the minor amendments, as listed.

Public constituencies
It was acknowledged that the size of the constituency may have to be considered, if amended to the whole of Yorkshire, and if it would remain one governor. The relative number of governors in other public constituencies is currently based on population.

It was RESOLVED to APPROVE the change to the Rest of Yorkshire

Staff constituencies
Debbie Newton (DN) highlighted that staff should be able to understand what it means to be a member of the Trust. AM acknowledged this point, and would ask that this be included in staff induction and future welcome events.

Action: Angela Monaghan
It was RESOLVED to APPROVE the inclusion of the update in relation to automatic membership for staff.

Terms of office
With particular reference to NEDs, it was acknowledged that the final three years (following the first six years/two terms) would be by exception, in accordance with the Monitor guidance.

In response to a question from LHa regarding governor posts and any change to main status (eg, change of job), AM confirmed that the post would relate to the person, rather than the main job that they held. This would be made clear.

Action: Aimee Willett

It was RESOLVED to APPROVE the change for terms of office to nine years in total for governors and NEDs

Deputy Lead Governor
It was acknowledged that a job-share could be considered for this post. It would be put to the Nominations’ Committee. RW suggested that job-share might be considered for all governor posts to promote flexible working.

Action: Angela Monaghan/Nominations’ Committee

It was RESOLVED to APPROVE the development of a Deputy Lead Governor role, and a role description would be developed.

Chair and NEDs
It was suggested that, if a Chair or NED moved out of Yorkshire during their term of office, they could continue in their role, if it was practical for them to do so, and that they be considered on their merits. This decision would be made by the Nominations’ Committee.

With regard to the sentence “current staff members / employees of the Trust cannot become a NED”, this would be made more clear to indicate that they could not be a member of staff and a NED at the same time.

Action:Aimee Willett

It was RESOLVED to APPROVE the changes outlined for the Chair and NEDs

Nasim Hasnie (NM) joined the meeting.

Use of recording devices for meetings

The following suggestions were made and acknowledged:

- the definition of a meeting be made clear.
- any objections to use of recording devices to be acknowledged
- should different protocols be developed for public and private meetings?
- consider live streaming
- be mindful of social media

Action: Aimee Willett

It was RESOLVED to APPROVE the inclusion of a statement relating to the use of recording devices for meetings.
It was RESOLVED to APPROVE the updates to the Trust’s Constitution as set out and to bring back areas for further review to a future meeting.

Barry Tolchard (BT) left the meeting

MC/20/10  Performance Report Quarter 3 (agenda item 8.1)
MB provided a summary of the Performance & Finance Update to Quarter 3 (2019/20)

- The Trust was forecasting to comfortably achieve its financial targets set by the Regulator. This was a significantly better position than the previous year. A draft of the year-end position would be available by the end of March 2020, with the final position being submitted to the Regulator by end April 2020.

Positive points:
- The inappropriate use of out-of-area beds had reduced
- There had been additional investment in mental health, and the Trust was considering how best to use this.

Negative points:
- There was a high number of vacancies, due a general national and local shortage of particular categories of skilled staff, and the additional investment in mental health, which had opened up additional posts.

- Workforce Metrics
- Staff sickness was currently 5%. Whilst the target was 4.6%, the Trust was one of the better performers in this regard within the Yorkshire region compared to similar Trusts.
- Turnover was at 12%

- Quality:
- There had been an increase in falls. A risk assessment had been undertaken and additional measures had been put in place. Levels were within tolerance.
- Safer staffing – Whilst some bank and agency staff were utilised, the Trust was generally in line.
- Clinical supervision was below 70%. This was an area of focus to make improvements.
- The risk management tool was being updated. The SystmOne tool would go live in April/May.

- Other key areas of focus were:
- There had been some Serious Incidents in Forensics in the previous month
- There had been a positive movement in CAMHS waiting times, but there was still further work to do.
- Out-of-area beds
- Recruitment & retention and sickness absence within the Workforce metrics

With regard to safer staffing, Adrian Deakin (AD) had concerns that quality could be compromised by using bank and agency staff. He was assured that safety to patients was always the top priority. Deep dive investigations were carried out, as required, to ensure the correct skill mix was in place. AM suggested that this subject could be discussed further by the Quality Group, if required.

**Action: Tim Breedon**

LHa suggested that it be made clear that the information on safer staffing was relating to in-patient staff, and not community staff.

**Action: Tim Breedon**

Ashley Hambling (AH) advised that the Recruitment & Retention Steering Group was addressing the shortage of nursing staff, and was considering various routes to become a qualified nurse. Additional funding had been made available for nurse training. In some instances, other groups of staff could be used to complement nurse duties.

With regard to Integrated Care Systems, it was noted that the guidance had been delayed, but governors would be provided with further information, once received.

At this point BC reminded members about the use of acronyms, and this was acknowledged.

**It was RESOLVED to NOTE the Performance Report for quarter 3**

**MC/20/11 CQC: Follow up to 2019 inspection (agenda item 8.2)**

Charlotte Dyson (CD) presented, noting that the Trust had been inspected in May/June 2019, and had been rated as Good, overall (4 of the 5 domains). Two service areas (Specialist Community Mental Health Services for children and young people and Acute wards for adults of working age and psychiatric intensive care units) required improvement.

An Action Plan had now been developed against the 12 “must do” requirements and 37 “should do” requirements. A collaborative approach had been adopted for staff teams to submit ideas for how to improve services using a systematic quality improvement approach to ensure improvements are embedded and sustainable. The necessary tools would be provided to achieve this.

There were 3 key themes: Risk Assessment, Medications, Care Planning and Record Keeping, against which progress was reported.

**It was RESOLVED to NOTE the progress outlined in the CQC Improvement Plan, together with the Governance process.**

**MC/20/12 Trust operating plan 2020/21 (agenda item 8.3)**

As reported under minute no. MC/20/04, the planning guidance to inform the Trust’s operating plan had only just been received on 30 January 2020.

JL queried whether the Trust would be penalised for being 42% higher than our agency staffing cap. MB responded that penalties would only be incurred for being 50% or more over cap.

JL also enquired about the Cost Improvement Programme delivery, and whether a surge would be required to achieve the target. MB replied that some one-off savings were expected to be made to return to financial sustainability.

**MC/20/11 Trust Communications, Engagement and Inclusion Strategy (agenda item 8.4)**
CD introduced the item, and explained that governors were being asked to help create a strategy for communication, engagement and involvement, to include the Trust’s approach for equality, inclusion and members. The views of service users / carers / communities / partners would also be sought.

CD introduced Dawn Pearson, the newly-appointed Marketing, Communications, Engagement & Inclusion Lead, who was leading on the development of the strategy.

Due to time constraints, it was agreed that alternative options be set up for governors to provide their views, eg, via Quality or Co-ordination Groups and/or separate session(s). Feedback postcard were circulated to all those present.

Andrew Crossley (AC) advised that, as part of Barnsley 2030, he was seeking views of the public.

CI raised an issue of concern regarding listening to patients, and gave an example of a gentleman who had missed an appointment and subsequently received a dismissal letter. He had then contacted the service, before taking his own life. LHt was aware of this, and advised that work was ongoing with staff to help to avoid similar cases, in future.

BC referred to an interesting article he had listened to on Radio 4, earlier that week, on the use of language in the NHS.

**MC/20/12 Local Indicator for Quality Accounts (agenda item 9)**

As part of the Quality Account process, there was a requirement for the Trust’s External Auditors to test data on two Mental Health mandated Key Performance Indicators and one local indicator. Members of the Quality Group had been asked to vote on a preferred local indicator from:

- Pressure ulcers
- Percentage of people who are terminally ill who die in place of their choosing
- Duty of candour

Though there had been a limited response, and the highest number of votes had been cast for pressure ulcers.

**It was RESOLVED to APPROVE the local indicator, as recommended by the Members’ Council Quality Group. This decision would be forwarded to the External Auditors.**

**Action: Tim Breedon**

**MC/20/13 Closing remarks, work programme and future meeting dates (agenda item 10)**

**Work Programme**

The Work programme for 2020/21 was attached for information. It was noted that the Evaluation/Development session had been deferred to 2021.

**Meeting feedback**

A hard copy form was available for governors, should they wish to provide feedback on the meeting. There would also be an option to comment on Survey Monkey, which would be circulated by email. Members’ comments were helpful and considered by the Members’ Council Co-ordination Group in setting the agenda.

**Members Council Meeting**

The dates for the Members’ Council meeting in 2020 held in public were noted as follows:

- Friday 1 May 2020 (Kirklees) - 12.30-16.30pm, Textile Centre of Excellence, 5 Red Doles Lane, Huddersfield, HD2 1YF
- 31 July 2020 (Calderdale) - 12.30-16.30pm, venue to be confirmed.
- 30 October 2020 (Wakefield) - 9.30am-14.30pm, Large conference room, Wellbeing & learning centre, Fieldhead, Ouchthorpe Lane, Wakefield, WF1 3SP

Dr Nasim Hasnie

As this would be NH's final meeting of the Members' Council, as he was approaching the end of his final term of office, the Chair thanked him for his valuable contribution to the Trust over the last 9 years, and presented him with a certificate of thanks.

Signed:       Date:
### MEMBERS’ COUNCIL 31 JANUARY 2020 – ACTION POINTS

<table>
<thead>
<tr>
<th>Minute ref</th>
<th>Action</th>
<th>Lead</th>
<th>Timescale</th>
<th>Progress</th>
</tr>
</thead>
<tbody>
<tr>
<td>MC/20/03</td>
<td>Minutes and actions of previous meetings held on 11 November 2019 (agenda item 4)</td>
<td>Phil Shire (PS) referred to the matter he had raised at the 11 November 2019 meeting regarding opportunities to feedback on PLACE inspection visits and where the reports went. AM replied that Alan Davis (AD) would know the answer to that and he would come back with a response.</td>
<td>Alan Davis</td>
<td>May 2020</td>
</tr>
<tr>
<td></td>
<td>PS added that he had been involved in some of the quality monitoring visits that were held in December, and that there were wider issues raised. He questioned whether more feedback should be provided from the findings of those visits, which were just a sample, together with any action points. AM advised that discussions had begun with the Trust engagement team, and she would report back via the Members’ Council Co-ordination Group with a proposal with regard to a process for raising, addressing and issues raised by governors.</td>
<td>Angela Monaghan / Co-ordination Group</td>
<td>July 2020</td>
<td>This has been picked up by Dawn Pearson and our Involving People team, who are developing a supported mechanism for governors to raise issues and comments, and will feedback at a future meeting. Timescale deferred due to Covid-19 (Coronavirus) pandemic.</td>
</tr>
<tr>
<td>Meeting No.</td>
<td>Topic</td>
<td>Description</td>
<td></td>
<td></td>
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<tr>
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<tr>
<td>MC/20/05</td>
<td>Trust Board appointments</td>
<td>JL advised that he had attended a quality monitoring visit, the previous day. It was part of the new process. He felt that, potentially, more could have come out of the process, eg, more involvement from the staff would provide richer discussions (which tended to be at “arms-length”), and potentially reduce some of the bureaucracy. AM advised that this new process was a pilot, linked to the quality improvement framework, and was being developed. TB would know more about the process. She suggested that this be discussed further with the Members’ Council Quality Group.</td>
<td></td>
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<td></td>
<td></td>
<td>Tim Breedon / Quality Group May / June 2020 This will be included on the next Quality Group agenda – May meeting deferred to align with timescale for production of the Quality Account.</td>
<td></td>
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</tr>
<tr>
<td>MC/20/06</td>
<td>Governor appointments to Members’ Council groups</td>
<td>Keith Stuart-Clarke (KSC) highlighted that the exact locations of the visits were not always made clear at the outset. Governors may agree to attend, but then find that the location is difficult for them to travel to. This was noted and will be fed back to the quality improvement team.</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td>Angela Monaghan Complete</td>
<td></td>
<td></td>
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<tr>
<td></td>
<td></td>
<td>AM highlighted that recruitment would be based on Trust values, as well as specific qualifications and experience. She would arrange for the advert to be circulated, and asked governors to promote it, as appropriate.</td>
<td></td>
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<tr>
<td></td>
<td></td>
<td>Angela Monaghan Complete – Non-Executive Director advert circulated and recruitment process commended. Currently delayed at interview stage due to the Covid-19 (Coronavirus) pandemic – interviews were scheduled to take place on 30 March 2020, and will now take place in May or early June 2020.</td>
<td></td>
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<td></td>
<td></td>
<td>AM advised that Nasim Hasnie (NH) was approaching the end of his third term of office (end April 2020). He was currently the Members’ Council representative on the Trust Equality &amp; Inclusion Committee, and would be attending one more meeting of that Committee in March. Nominations would be sought to replace NM.</td>
<td></td>
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<tr>
<td></td>
<td></td>
<td>Aimee Willett Complete – self-nominations requested, none received so far, vacancy will continue to be promoted.</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td>There were still vacancies on the Members’ Council groups, and details would be sent out again, following this meeting of Members’ Council.</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
| | | Maria Steeples Complete – list of vacancies circulated, self-nominations sought and will be reported to May 2020 Members’ Council meeting.

This will be included on the next Quality Group agenda – May meeting deferred to align with timescale for production of the Quality Account.
<p>| <strong>MC/20/07</strong> Governor engagement feedback (agenda item 7.2) | Bob Clayden (BC) highlighted that it was not always clear when the cut-off date was for submission of engagement feedback. AM replied that this would be followed up to ensure that it was made clear in future. | Maria Steeples | Complete – cut-off date for engagement feedback will be made clear in future. Not requested for May 2020 due to Covid-19 (Coronavirus) pandemic. |
| <strong>MC/20/08</strong> Members’ Council Elections (agenda item 7.3) | BC requested that the timetable be made clear at the outset. He was aware of interested parties, but they were unsure of the order of the process. This would be looked into. | Aimee Willett | Complete – governors are sent information regarding the election before it commences and election information is available on the Civica election website. |
| <strong>MC/20/09</strong> Review and approval of Trust Constitution (agenda item 7.4) | Code of Conduct for Governors With particular reference to use of social media, BC had been unable to find the Trust’s policy on use of social media. This would be followed up with the Communications and Engagement team to ensure it was available to governors. | Aimee Willett | Complete – social medial policy and guidance shared with governor concerned. |
| | Staff constituencies Debbie Newton (DN) highlighted that staff should be able to understand what it means to be a member of the Trust. AM acknowledged this point, and would ask that this be included in staff induction and future welcome events. | Angela Monaghan | May 2020 Complete – what it means to be a staff members is routinely included in all Trust Welcome Events, which are attended by staff and volunteers. |
| | Deputy Lead Governor It was acknowledged that a job share could be considered for the post of Deputy Lead Governor. It would be put to the Nominations’ Committee. RW suggested that job share might be considered for all governor posts to promote flexible working. | Angela Monaghan / Nominations Committee | Complete – a job share was not considered on this occasion as there were several nominations received for the role of Lead Governor and Deputy Lead Governor. The Nominations Committee will consider amending the role descriptions for future appointments. |
| | Chair and NEDs With regard to the sentence “current staff members / employees of the Trust cannot become a NED”, this would be | Aimee Willett | Complete |</p>
<table>
<thead>
<tr>
<th>Date</th>
<th>Title</th>
<th>Description</th>
<th>Author</th>
<th>Notes</th>
</tr>
</thead>
</table>
| July 2020  | Use of recording devices for meetings                                | The following suggestions were made and acknowledged:  
  • the definition of a meeting be made clear.  
  • any objections to use of recording devices to be acknowledged  
  • should different protocols be developed for public and private meetings?  
  • consider live streaming  
  • be mindful of social media                                                                                                                                                                                                                                                                                                                                                           | Aimee Willett | Timescale deferred due to Covid-19 (Coronavirus) pandemic.                                                                        |
| May / June 2020 | MC/20/10 Performance Report Quarter 3 (agenda item 8.1) | With regard to safer staffing, Adrian Deakin (AD) had concerns that quality could be compromised by using bank and agency staff. He was assured that safety to patients was always the top priority. Deep dive investigations were carried out, as required, to ensure the correct skill mix was in place. AM suggested that this subject could be discussed further by the Quality Group, if required. | Tim Breedon | This will be included on the next Quality Group agenda – May meeting deferred to align with timescale for production of the Quality Account. |
|            |                                                                      | LHa suggested that it be made clear that the information on safer staffing was relating to in-patient staff, and not community staff.                                                                                                                                                                                                                                                                                                   | Tim Breedon | Complete – for inclusion in future reporting.                                                                                       |
|            |                                                                      | It was RESOLVED to APPROVE the local indicator, as recommended by the Members’ Council Quality Group. This decision would be forwarded to the External Auditors.                                                                                                                                                                                                                                                                                 | Tim Breedon | Complete – the decision was communicated however the production of the Quality Account is currently under national review.            |
Agenda item: 5.1

Report Title: Elections to the Members’ Council

Report By: Corporate Governance Manager

Action: To receive

EXECUTIVE SUMMARY

Purpose and format
The purpose of this paper is to update the Members’ Council on the outcome of the election process for 2020.

Recommendation
The Members’ Council is asked to RECEIVE the update.

Background
When the Trust was working towards Foundation Trust status, a decision was made by the Trust Board to stagger the terms of office for the governors elected in the first elections to the Members’ Council to ensure that not all left at the same time. The Trust, therefore, holds elections every year during the spring for terms of office starting on 1 May each year.

A letter from the Chair of the Trust was sent to all governors on 11 December 2019 to advise the seats and dates for the process in 2019 and an update was provided at the Members’ Council meeting on 31 January 2020.

Election process
Civica Election Services (CES), formerly Electoral Reform Services (ERS), manages the election process on behalf of the Trust. This is to make sure that the elections are managed impartially and fairly and that the process is independent and transparent. Elections are held in accordance with the Model Election Rules which are included as an appendix within the Trust’s Constitution.

The Nominations process opened on 6 January 2020 and closed on 4 February 2020. Nominations were received as follows.

<table>
<thead>
<tr>
<th>Constituency</th>
<th>Number of vacancies</th>
<th>Number of nominations received</th>
</tr>
</thead>
<tbody>
<tr>
<td>Public – Barnsley</td>
<td>2 seats</td>
<td>4 nominations received.*</td>
</tr>
<tr>
<td>Public – Calderdale</td>
<td>1 seat</td>
<td>1 nomination received.</td>
</tr>
<tr>
<td>Constituency</td>
<td>Elected Governor/s</td>
<td></td>
</tr>
<tr>
<td>-------------------------------------------------</td>
<td>-------------------------------------</td>
<td></td>
</tr>
<tr>
<td>Public – Kirklees (3 seats)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Public – Wakefield (2 seats)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Staff – Non-clinical support services (1 seat)</td>
<td>WILKINSON, Anthony</td>
<td></td>
</tr>
<tr>
<td>Staff – Psychological therapies (1 seat)</td>
<td>JACKSON, Anthony</td>
<td></td>
</tr>
</tbody>
</table>

Outcome

As a result of the nominations process, the following were elected unopposed from 1 May 2020 for a period of three years. See uncontested report attached from CES.

<table>
<thead>
<tr>
<th>Constituency</th>
<th>Elected Governor/s</th>
</tr>
</thead>
<tbody>
<tr>
<td>Public – Calderdale (1 seat)</td>
<td>WILKINSON, Anthony</td>
</tr>
<tr>
<td>Staff – Non-clinical support services (1 seat)</td>
<td>JACKSON, Anthony</td>
</tr>
</tbody>
</table>

The election process took place between 25 February 2020 and 20 March 2020. The results of the election are as follows (report of voting attached):

<table>
<thead>
<tr>
<th>Constituency</th>
<th>Elected Governor/s</th>
</tr>
</thead>
<tbody>
<tr>
<td>Public – Barnsley (2 seats)</td>
<td>BARKWORTH, Bill</td>
</tr>
<tr>
<td></td>
<td>SHEARD, Thomas</td>
</tr>
<tr>
<td>Public – Wakefield (2 seats)</td>
<td>CRAVEN, Jackie</td>
</tr>
<tr>
<td></td>
<td>DEGMAN, Dylan</td>
</tr>
</tbody>
</table>

Following the completion of the election process in 2020 there remained FOUR vacant seats on the Members’ Council. In addition, since the election process closed, Paul Williams (publicly elected, Rest of Yorkshire and the Humber) has moved out of constituency and is therefore no longer eligible to be a governor of the Members’ Council.

Following the Covid-19 (coronavirus) pandemic, the Trust will consider a further election process to fill the vacancies on the Members’ Council. A proposal will be brought to the July Members’ Council meeting.
CLOSE OF NOMINATIONS: 5PM ON 4 FEBRUARY 2020

Further to the deadline for nominations for the above election, the following constituencies are uncontested:

<table>
<thead>
<tr>
<th>PUBLIC: CALDERDALE 1 TO ELECT</th>
</tr>
</thead>
<tbody>
<tr>
<td>The following candidate is elected unopposed:</td>
</tr>
<tr>
<td>Anthony WILKINSON</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>STAFF: NON-CLINICAL SUPPORT SERVICES 1 TO ELECT</th>
</tr>
</thead>
<tbody>
<tr>
<td>The following candidate is elected unopposed:</td>
</tr>
<tr>
<td>Anthony JACKSON</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>PUBLIC: KIRKLEES 3 TO ELECT</th>
</tr>
</thead>
<tbody>
<tr>
<td>No valid nominations were received</td>
</tr>
<tr>
<td>3 vacancies remain</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>STAFF: PSYCHOLOGICAL THERAPIES 1 TO ELECT</th>
</tr>
</thead>
<tbody>
<tr>
<td>No valid nominations were received</td>
</tr>
<tr>
<td>1 vacancy remains</td>
</tr>
</tbody>
</table>

Ciara Norris
Returning Officer
On behalf of South West Yorkshire Partnership NHS Foundation Trust
CLOSE OF VOTING: 5PM ON 20 MARCH 2020

CONTEST: Public: Barnsley

The election was conducted using the single transferable vote electoral system.

The following candidates were elected (in order of election):

<table>
<thead>
<tr>
<th>Elected</th>
</tr>
</thead>
<tbody>
<tr>
<td>Thomas SHEARD</td>
</tr>
<tr>
<td>Bill BARKWORTH</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Number of eligible voters</th>
<th>1,457</th>
</tr>
</thead>
<tbody>
<tr>
<td>Votes cast by post:</td>
<td>32</td>
</tr>
<tr>
<td>Votes cast online:</td>
<td>30</td>
</tr>
<tr>
<td>Total number of votes cast:</td>
<td>62</td>
</tr>
<tr>
<td>Turnout:</td>
<td>4.3%</td>
</tr>
<tr>
<td>Number of votes found to be invalid:</td>
<td>0</td>
</tr>
<tr>
<td>Total number of valid votes to be counted:</td>
<td>62</td>
</tr>
</tbody>
</table>

CONTEST: Public: Wakefield

The election was conducted using the single transferable vote electoral system.

The following candidates were elected (in order of election):

<table>
<thead>
<tr>
<th>Elected</th>
</tr>
</thead>
<tbody>
<tr>
<td>Jackie CRAVEN</td>
</tr>
<tr>
<td>Dylan DEGMAN</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Number of eligible voters</th>
<th>2,303</th>
</tr>
</thead>
<tbody>
<tr>
<td>Votes cast by post:</td>
<td>66</td>
</tr>
<tr>
<td>Votes cast online:</td>
<td>38</td>
</tr>
<tr>
<td>Total number of votes cast:</td>
<td>104</td>
</tr>
<tr>
<td>Turnout:</td>
<td>4.5%</td>
</tr>
<tr>
<td>Number of votes found to be invalid:</td>
<td>1</td>
</tr>
<tr>
<td>Total number of valid votes to be counted:</td>
<td>103</td>
</tr>
</tbody>
</table>
The result sheets for each election form the Appendix to this report. They detail:-

- the quota required for election
- each candidate's voting figures, and
- the stage at which successful candidates were elected.

Civica Election Services can confirm that, as far as reasonably practicable, every person whose name appeared on the electoral roll supplied to us for the purpose of the election:-

a) was sent the details of the election and
b) if they chose to participate in the election, had their vote fairly and accurately recorded

The elections were conducted in accordance with the rules and constitutional arrangements as set out previously by the Trust, and CES is satisfied that these were in accordance with accepted good electoral practice.

All voting material will be stored for 12 months.

Ciara Norris
Returning Officer
On behalf of South West Yorkshire Partnership NHS Foundation Trust
Agenda item: 5.2

Report Title: Lead Governor and Deputy Lead Governor appointment

Report By: Chair of the Trust and Members’ Council on behalf of the Nominations Committee

Action: To agree

EXECUTIVE SUMMARY

Purpose
The purpose of this paper is to seek the Members’ Council approval for the appointment of a Lead Governor and a Deputy Lead Governor.

Recommendation
The Members’ Council is asked to CONSIDER and AGREE the recommendation from the Nominations Committee.

Background
Since October 2009, the Trust has been required by its Regulator, NHS Improvement (formerly Monitor), to appoint a Lead Governor, and following a review of the Trust Constitution which began in December 2019, it was agreed that a Deputy Lead Governor would also be appointed.

The main duties of the Lead Governor and Deputy Lead Governor are included in the attachments. Also attached is the appendix from Monitor’s NHS Foundation Trust Code of Governance on the role of a nominated lead governor.

Jackie Craven, publicly elected Governor for Wakefield, was appointed to the role of Lead Governor at the Members’ Council meeting on 26 July 2017 for two years ending in July 2019, and reappointed until 30 April 2020 the end of her second term as a governor.

Process
The Members’ Council has previously agreed that the Lead Governor should be appointed from publicly elected governors and that this process should be overseen by the Nominations’ Committee. The process agreed is as follows.

| Step 1 | Publicly elected Council Members are invited to self-nominate supported by a brief written explanation of why they are putting themselves forward and evidencing how they would be able to fulfil the role. |
The Nominations’ Committee will review and shortlist the self-nominations and invite shortlisted candidates to make a brief presentation answering questions based on their ‘application’.

The Nominations Committee’ will then consider the self-nominations and make a recommendation to the full Members’ Council.

The Corporate Governance Manager wrote to all governors on 26 March 2020 formally inviting self-nominations for both Lead Governor and Deputy Lead Governor. A further reminder was sent on 1 April 2020. The following self-nominations were received:

<table>
<thead>
<tr>
<th>Role</th>
<th>Nominee</th>
</tr>
</thead>
<tbody>
<tr>
<td>Lead Governor</td>
<td>John Laville – publicly elected, Kirklees</td>
</tr>
<tr>
<td></td>
<td>Tony Wilkinson – publicly elected, Calderdale</td>
</tr>
<tr>
<td>Deputy Lead Governor</td>
<td>Bill Barkworth – publicly elected, Barnsley</td>
</tr>
<tr>
<td></td>
<td>Tony Wilkinson – publicly elected, Calderdale</td>
</tr>
</tbody>
</table>

The Nominations Committee at its meeting on 14 April 2020, invited each of the candidates to address the committee for up to five minutes and asked questions of each of them. The committee then discussed the self-nominations and considered which of the candidates best met the requirements of the role at this time.

**Outcome**

Following discussion by the committee, it was resolved by those present to recommend the appointments of:

- John Laville as Lead Governor
- Bill Barkworth as Deputy Lead Governor

The period of office was not discussed at the Nominations Committee. However, the Chair recommends that both be appointed **for a period of three years** from 1 May 2020. This brings these appointments in line with appointments to the Members’ Council groups and Nominations Committee. If either governor stands down or is not re-elected during this period, then a new appointment will take place.

*Nominations Committee members: Angela Monaghan, Jackie Craven, Nasim Hasnie, Marios Adamou, Ruth Mason*
Lead Governor arrangements
Approved by Members’ Council 3 May 2019

Since October 2009, the Trust has been required by its regulator, NHS Improvement (previously Monitor), to appoint a Lead Governor. The role of a nominated lead governor is outlined in Monitor’s The NHS Foundation Trust Code of Governance (Appendix B). The main duties of the Lead Governor are to:

1. act as the communication channel for direct contact between NHS Improvement and the Members’ Council
2. chair any parts of Members’ Council meetings that cannot be chaired by the person presiding (that is, the Chair or Deputy Chair of the Trust) due to a conflict of interest in relation to the business being discussed
3. be a member of Nominations’ Committee (except when the appointment of the Lead Governor is being considered)
4. be involved in the assessment of the Chair and Non-Executive Directors’ performance;
5. be a member of the Quality Group to support the Trust in the development of its Quality Accounts
6. Chair the Co-ordination Group to assist in the planning and setting of the Members’ Council agenda and governor development
7. support new governors
8. support the Trust / Members’ Council Chair in dealing with governor conduct issues
9. liaise with the Chair of the Trust / Members’ Council.

The individual appointed should be confident they can undertake the duties outlined above and be able to deal with senior personnel at NHS Improvement should the need arise. The individual should also:

- have the confidence of governors and of Trust Board
- be able to commit the time necessary should the need arise, which may be at very short notice
- have effective communication skills, including the ability to influence and negotiate
- be able to present a well-reasoned argument
- be committed to the success of the Trust and to its mission, vision, values and goals
- have the ability to chair both large and small meetings effectively
- be able to act as an ambassador for the Members’ Council and the Trust
- have the ability to work with others as a team and to encourage participation from less experienced governors
- demonstrate an understanding of the Trust’s Constitution and how the Trust works with other organisations.

Time commitment - meetings
In addition to attendance at Members’ Council meetings (held quarterly), the Lead Governor will be required to:

- undertake induction on appointment
- attend one-to-one meetings with the Chair of the Trust (held quarterly)
- act as chair for items at Members’ Council meetings where the Chair of the Trust has a conflict of interest
- be the chair of and attend Members’ Council Co-ordination Group meetings (held quarterly, in Fieldhead)
- be a member of and attend Members’ Council Quality Group meetings (held quarterly in Fieldhead)
- be a member of and attend Nominations’ Committee (held as required in Fieldhead)
- act as chair for items at Nominations’ Committee meetings where the Chair of the Trust has a conflict of interest
- attend and represent the governors at the Annual Members’ Meeting (held annually in different locations within the Trust’s geography)
- take part in any Chair or Non-Executive Director (NED) recruitment processes
- attend an annual one-to-one review meeting with the Chair of the Trust.

The Lead Governor may also:
- attend training and development sessions, both internal and external to the Trust, including the NHS Providers Annual Governor conference (held annually in London)
- attend Trust events appropriate to the role.

Process for appointment
The Members’ Council has previously agreed that the Lead Governor should be appointed from publicly elected governors and that this process should be overseen by the Nominations’ Committee. The process agreed is as follows.

<table>
<thead>
<tr>
<th>Step 1</th>
<th>Publicly elected Council Members are invited to self-nominate supported by a brief written explanation of why they are putting themselves forward and evidencing how they would be able to fulfil the role.</th>
</tr>
</thead>
<tbody>
<tr>
<td>Step 2</td>
<td>The Nominations’ Committee will review and shortlist the self-nominations and invite shortlisted candidates to make a brief presentation answering questions based on their ‘application’.</td>
</tr>
<tr>
<td>Step 3</td>
<td>The Nominations Committee will then consider the self-nominations and make a recommendation to the full Members’ Council.</td>
</tr>
</tbody>
</table>
Deputy Lead Governor arrangements
Approved by Nominations Committee 6 March 2020

Since October 2009, the Trust has been required by its regulator, NHS Improvement (previously Monitor), to appoint a Lead Governor. The role of a nominated lead governor is outlined in Monitor’s The NHS Foundation Trust Code of Governance (Appendix B). In addition, following a review of the Trust Constitution in 2019/20, it was agreed to introduce the role of Deputy Lead Governor to support the Lead Governor to fulfil their role and to provide cover for the Lead Governor as required.

The main duties of the Deputy Lead Governor are to:

1. In the absence of the Lead Governor, chair any parts of Members’ Council meetings that cannot be chaired by the person presiding (that is, the Chair or Deputy Chair of the Trust) due to a conflict of interest in relation to the business being discussed
2. Be a member of the Nominations’ Committee (except when the appointment of the Deputy Lead Governor is being considered)
3. Be involved in the assessment of the Chair and Non-Executive Directors’ performance;
4. Deputise as Chair the Co-ordination Group (as required) in the absence of the Lead Governor to assist in the planning and setting of the Members’ Council agenda and governor development
5. Support new governors
6. Support the Trust / Members’ Council Chair in dealing with governor conduct issues
7. Liaise with the Chair of the Trust / Members’ Council.

The individual appointed should be confident they can undertake the duties outlined above. The individual should also:

- Have the confidence of governors and of Trust Board
- Be able to commit the time necessary should the need arise, which may be at very short notice
- Have effective communication skills, including the ability to influence and negotiate
- Be able to present a well-reasoned argument
- Be committed to the success of the Trust and to its mission, vision, values and goals
- Have the ability to chair both large and small meetings effectively
- Be able to act as an ambassador for the Members’ Council and the Trust
- have the ability to work with others as a team and to encourage participation from less experienced governors
- Demonstrate an understanding of the Trust’s Constitution and how the Trust works with other organisations.

**Time commitment - meetings**

In addition to attendance at Members’ Council meetings (held quarterly), the Deputy Lead Governor may be **required** to:

- Undertake induction on appointment
- In the absence of the Lead Governor, act as chair for items at Members’ Council meetings where the Chair of the Trust has a conflict of interest;
- In the absence of the Lead Governor, be the chair of and attend Members’ Council Co-ordination Group meetings (held quarterly, in Fieldhead)
- Be a member of and attend Nominations’ Committee (held as required in Fieldhead);
- In the absence of the Lead Governor, act as chair for items at Nominations’ Committee meetings where the Chair of the Trust has a conflict of interest;
- Attend and represent the governors at the Annual Members’ Meeting (held annually in different locations within the Trust’s geography);
- In the absence of the Lead Governor, take part in any Chair or Non-Executive Director (NED) recruitment processes
- Attend an annual one-to-one review meeting with the Chair of the Trust.

**Process for appointment**

The Members’ Council has previously agreed that the Lead Governor should be appointed from publicly elected governors and that this process should be overseen by the Nominations’ Committee. The process agreed is as follows.

<table>
<thead>
<tr>
<th>Step 1</th>
<th>Publicly elected Council Members are invited to self-nominate supported by a brief written explanation of why they are putting themselves forward and evidencing how they would be able to fulfil the role.</th>
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</thead>
<tbody>
<tr>
<td>Step 2</td>
<td>The Nominations’ Committee will review and shortlist the self-nominations and invite shortlisted candidates to make a brief presentation answering questions based on their ‘application’.</td>
</tr>
<tr>
<td>Step 3</td>
<td>The Nominations Committee will then consider the self-nominations and make a recommendation to the full Members’ Council.</td>
</tr>
</tbody>
</table>
Appendix B: The role of the nominated lead governor

The lead governor has a role to play in facilitating direct communication between Monitor and the NHS foundation trust's council of governors. This will be in a limited number of circumstances and, in particular, where it may not be appropriate to communicate through the normal channels, which in most cases will be via the chairperson or the trust secretary, if one is appointed.

It is not anticipated that there will be regular direct contact between Monitor and the council of governors in the ordinary course of business. Where this is necessary, it is important that it happens quickly and in an effective manner. To this end, a lead governor should be nominated and contact details provided to Monitor, and then updated as required. The lead governor may be any of the governors.

The main circumstances where Monitor will contact a lead governor are where Monitor has concerns as to board leadership provided to an NHS foundation trust, and those concerns may in time lead to the use by Monitor's board of its formal powers to remove the chairperson or non-executive directors. The council of governors appoints the chairperson and non-executive directors, and it will usually be the case that Monitor will wish to understand the views of the governors as to the capacity and capability of these individuals to lead the trust, and to rectify successfully any issues, and also for the governors to understand Monitor's concerns.

Monitor does not, however, envisage direct communication with the governors until such time as there is a real risk that an NHS foundation trust may be in significant breach of its licence. Once there is a risk that this may be the case, and the likely issue is one of board leadership, Monitor will often wish to have direct contact with the NHS foundation trust's governors, but at speed and through one established point of contact, the trust's nominated lead governor. The lead governor should take steps to understand Monitor's role, the available guidance and the basis on which Monitor may take regulatory action. The lead governor will then be able to communicate more widely with other governors.

Similarly, where individual governors wish to contact Monitor, this would be expected to be through the lead governor.

The other circumstance where Monitor may wish to contact a lead governor is where, as the regulator, we have been made aware that the process for the appointment of the chairperson or other members of the board, or elections for governors, or other material decisions, may not have complied with the NHS foundation trust's constitution, or alternatively, whilst complying with the trust's constitution, may be inappropriate.

In such circumstances, where the chairperson, other members of the board of directors or the trust secretary may have been involved in the process by which
these appointments or other decisions were made, a lead governor may provide a point of contact for Monitor.

Accordingly, the NHS foundation trust should nominate a lead governor, and to continue to update Monitor with their contact details as and when these change.
Members’ Council
1 May 2020

Agenda item: 5.3

Report Title: Governor appointment to Members’ Council groups

Report By: Lead Governor and Chair of the Trust on behalf of the Members’ Council Co-ordination Group

Action: To agree

EXECUTIVE SUMMARY

Purpose
The purpose of this paper is to seek the Members’ Council approval for the appointment of a governor to the Members’ Council Co-ordination Group and Nominations Committee.

Recommendation
The Members’ Council is asked to CONSIDER and AGREE the recommendations as outlined below.

Background
At the Members’ Council meeting on 2 November 2018, a process was approved regarding how governors become members of its sub-groups (attachment 1) and the establishment of consistent member numbers across the Members' Council Co-ordination Group and Members’ Council Quality Group.

The objectives of these changes were to address the lack of clarity about appointment to the groups, to make the appointment process more transparent, and to ensure effective operation of the groups, whilst maintaining a commitment to openness and inclusion. All governors continue to be welcome to be in attendance and participate in the meetings even if they are not a ‘formal’ member of these two groups.

Process
The Corporate Governance Team wrote to all governors seeking self-nominations for available vacancies on groups. The following self-nominations were requested to be put forward for the vacancies:

<table>
<thead>
<tr>
<th>Group</th>
<th>Vacancy</th>
<th>Self-nominations received</th>
</tr>
</thead>
<tbody>
<tr>
<td>Co-ordination Group</td>
<td>1 x Public governor – Rest of Yorkshire and the Humber</td>
<td>Nil (seat vacant)</td>
</tr>
<tr>
<td>Quality Group</td>
<td>1 x Public governor – Barnsley</td>
<td>Keith Stuart-Clarke</td>
</tr>
<tr>
<td>Quality Group</td>
<td>1 x Public governor – Kirklees</td>
<td>Nil</td>
</tr>
<tr>
<td>Quality Group</td>
<td>1 x Public governor – Rest of Yorkshire and the Humber</td>
<td>Nil (seat vacant)</td>
</tr>
<tr>
<td></td>
<td>Governor appointments</td>
<td>Nil</td>
</tr>
<tr>
<td>------------------</td>
<td>-----------------------</td>
<td>--------------</td>
</tr>
<tr>
<td>Quality Group</td>
<td>1 x Appointed governor</td>
<td>Nil</td>
</tr>
<tr>
<td>Trust Board</td>
<td>1 x Public governor</td>
<td>Nil</td>
</tr>
<tr>
<td>Equality &amp;</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Inclusion</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Committee</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Nominations</td>
<td>1 x Public governor</td>
<td>Dylan Degman, publicly elected, Wakefield</td>
</tr>
<tr>
<td>Committee</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**Outcome**

The members of the Co-ordination Group discussed the nominations received and agreed to make the recommendation to the Members’ Council to appoint Keith Stuart-Clarke to the Quality Group and Dylan Degman to the Nominations Committee.

The remaining vacancies will continue to be promoted.

Governor appointment to Members’ Council groups and committee

Approved by Members’ Council 2 November 2018

Process for appointment

When vacancies arise, the proposed process for appointment recommended is a shortened version of the process for the appointment of the Lead Governor, which has been in place since 2009.

<table>
<thead>
<tr>
<th>Step 1</th>
<th>When a vacancy arises, governors are invited to self-nominate, supported by a brief verbal or written statement about why they are putting themselves forward. If only one self-nomination is received, they will automatically fill the vacancy, otherwise the process will move to Step 2.</th>
</tr>
</thead>
<tbody>
<tr>
<td>Step 2</td>
<td>If more than one self-nomination is received for a vacancy, the Members’ Council Co-ordination Group will discuss the self-nominations supported by input from the Chair and make a recommendation to the full Members’ Council.</td>
</tr>
</tbody>
</table>

The recommended term of membership on a group for any new members will be for three (3) years to allow for consistency of membership. If a governor wishes to stand down from a group, or is not re-elected / re-appointed as a governor on the Members’ Council during the three years, the above process would take place to fill the vacancy.

It is expected that governors are a member of only one group to allow opportunities for more governors to be involved, however if sufficient membership is not reached through the self-nomination process this would be extended to two.

Current members on all groups (as at 2 November 2018) remain until the end of their governor term or until they step down.

All governors continue to be welcome to attend and participate at the Members’ Council Co-ordination Group and Members’ Council Quality Group even if they are not ‘formal’ members. Non-members would not normally attend the Nominations’ Committee, for reasons of confidentiality, unless invited by the Chair.
Members’ Council
1 May 2020

Agenda item: 5.4

Report Title: Members’ Council Groups Annual Reports 2019/20 including update to the Terms of Reference
- Members’ Council Co-ordination Group
- Members’ Council Quality Group

Report By: Corporate Governance Manager on behalf of the Members’ Council Co-ordination Group and Members’ Council Quality Group

Action: To receive / agree

EXECUTIVE SUMMARY

Purpose
The purpose of this paper is to provide assurance to the Members’ Council that their Co-ordination Group and Quality Group is fulfilling its remit and meeting its terms of reference through their annual reports.

Recommendation
The Members’ Council is asked to RECEIVE the annual reports for 2019/20 and APPROVE the updated Terms of Reference for the Members’ Council Co-ordination Group and Members’ Council Quality Group.

Background
The Co-ordination Group was originally established as the Members’ Council Development Group in July 2008, with an initial remit to plan the development programme for the Members’ Council. When the Trust was authorised as a Foundation Trust on 1 May 2009, it was agreed that the remit of the Group would be extended to include supporting the Chair in the setting of the agenda for Members’ Council meetings. A report to the Members’ Council in January 2010 recommended that the Group’s name should be changed to ‘Co-ordination Group’. This was agreed along with the remit to co-ordinate the work and development of the Members’ Council.

The Quality Group was set up by Members’ Council in October 2013 to look in more detail at the Trust’s quality performance report, patient experience, Quality Accounts and other quality issues to support the Members’ Council to fulfil its role in holding Trust Board to account.
The attached annual reports provide assurance to the full Members’ Council that the groups are meeting their terms of reference and outlines the work undertaken for the period 1 April 2019 to 31 March 2020. The Terms of Reference have also been reviewed with minor amendments made to reflect the current membership and to ensuring consistency between the terms of reference of each group.

These documents were reviewed and supported for approval by the Co-ordination Group on 2 March 2020 and Quality Group on 10 February 2020.


Quality Group members: Tim Breedon, Jackie Craven, Phil Shire, Nasim Hasnie, Daz Dooler, Adrian Deakin.
Purpose of the Report
This report provides the Members’ Council with an update on the work of the Co-ordination Group over the past year.

Background
The Group was originally established as the Members’ Council Development Group in July 2008. In January 2010, this became the ‘Co-ordination Group’ with the following remit.

Overall aim
The Co-ordination Group’s prime purpose is to co-ordinate the work and development of the Members’ Council.

Duties
The Co-ordination Group will:
- a) with the Chair of the Trust, develop and agree the agendas for Members’ Council meetings;
- b) work with the Trust to develop an appropriate development programme for Governors both as ongoing development and as induction for new Governors; and
- c) act as a forum for more detailed discussion of issues and opportunities where the Trust seeks the involvement of the Members’ Council.

Membership
Membership consists of governors (with representation from public, staff and appointed governors) plus the Chair and Deputy Chair of the Trust. The Company Secretary also attends meetings of the Co-ordination Group.

A governor’s term of office on the Co-ordination Group is determined by their term of office as a governor. If an individual resigns or is not re-elected onto the Members’ Council, the individual taking their seat does not automatically take the place on the Co-ordination Group.

The membership of the Co-ordination Group from 1 April 2019 to 31 March 2020 was as follows:

- Chair of the Trust - Angela Monaghan
- Deputy Chair of the Trust - Charlotte Dyson
- Lead Governor (publicly elected Wakefield) - Jackie Craven
- Governor (publicly elected, Barnsley) - Bill Barkworth
- Governor (publicly elected, Calderdale) - Neil Alexander (to August 2018)
- Governor (publicly elected, Calderdale) – Adam Jhugroo (from January 2020)
- Governor (publicly elected, Kirklees) - Jeremy Smith (to April 2019)
- Governor (publicly elected, Kirklees) - John Laville (from November 2019)
- Governor (publicly elected, Wakefield) - Bob Clayden
- Governor (publicly elected, Rest of South & West Yorkshire) - Paul Williams
- Governor (staff elected) - Lisa Hogarth, Allied Healthcare Professionals
- Governor (appointed) - Ruth Mason, Calderdale and Huddersfield NHS Foundation Trust
All governors continue to be welcome to attend meetings of the Co-ordination Group, even if they are not formal members.

**What the Co-ordination Group has done**

**Agenda setting**
The Co-ordination Group has met on a regular basis throughout the year, approximately 6 (six) weeks prior to each Members' Council meeting and has worked with the Chair of the Trust to develop and agree the agendas for Members’ Council meetings. This has allowed sufficient time for agenda planning and given the opportunity for members to suggest items for inclusion. The Co-ordination Group has also reviewed and inputted to the Members’ Council work programme and also considered what discussion topics to focus on, including consideration of items suggested by governors.

**Members’ Council and governor development**
The Co-ordination Group has:

- contributed to the planning of the Annual Members’ Meeting and the running of an information stall at the event;
- **working with the Trust**, contributed to the planning of the ongoing development programme for governors, including actions from the annual evaluation session;
- reviewed and made recommendations to Members’ Council on the processes for membership on Members’ Council groups and appointment of Lead Governor;
- reviewed and made a recommendation to the Members’ Council on the update to their objectives;
- **Working with the Trust**, contributed to the development and update of the induction pack and programme for new governors; and

**Forum for discussion**
The Co-ordination Group regularly considers other issues relevant to the Members’ Council. The following examples give an indication of the range of discussion. The Co-ordination Group has:

- **discussed** an update on the Membership Strategy prior to presentation at the Annual Members’ Meeting; and
- had discussion on areas **where the Trust seeks the involvement of the Members’ Council**, including the Trust’s strategic objectives, operational plan, and annual report and quality account.

**How have we done**
The Co-ordination Group considers that it has carried out its remit over the past year as demonstrated by the activity outlined above. However, the Co-ordination Group is aware that other governors may wish to comment on the work undertaken or to suggest further issues the Co-ordination Group could focus on.

The Co-ordination Group’s sincere thanks are extended to previous members for both for their support and contribution. Although the Co-ordination Group remains relatively large for a working/business group, it includes good representation from the Members’ Council.

**Recommendation**
The Members’ Council Co-ordination Group is asked to review and approve the Annual Report for 2019/20 to be reported to the Members’ Council on 1 May 2020.
MEMBERS’ COUNCIL CO-ORDINATION GROUP
Terms of Reference
To be approved by Members’ Council 1 May 2020

The Members’ Council Co-ordination Group was set up by Members’ Council in July 2008, initially as the Members’ Council Development Group with the overall aim to co-ordinate the work and development of the Members’ Council.

Purpose
The Members’ Council Co-ordination Group’s prime purpose is to co-ordinate the work and development of the Members’ Council.

Membership
- Membership consists of governors including the Lead Governor (with representation from at least one from each public constituency, one staff, and one appointed), plus the Chair and Deputy Chair of the Trust / Senior Independent Director.
- A Governor’s term of office on the Group is determined by their term of office as a Governor. If an individual resigns or is not re-elected onto the Members’ Council, the individual taking their seat does not automatically take the place on the Group.

Membership as at 1 May 2020:
Chair - Lead Governor – publicly elected governor
Bill Barkworth (publicly elected governor - Barnsley)
Adam Jhugroo (publicly elected governor - Calderdale)
John Laville (publicly elected governor - Kirklees)
Bob Clayden (publicly elected governor - Wakefield)
Vacant (publicly elected governor - Rest of Yorkshire & the Humber)
Lisa Hogarth (staff elected governor)
Ruth Mason (appointed governor)
Angela Monaghan (Chair of the Trust)
Charlotte Dyson (Deputy Chair of the Trust / Senior Independent Director)

Attendance
All governors are welcome to attend meetings of the Co-ordination Group, even if they are not formal members. The Company Secretary is in attendance at meetings. The Chief Executive, Directors, and relevant officers will be invited to attend as appropriate. Administrative support is provided by the Corporate Governance team.

Quorum
The quorum will be three Members’ Council representatives (including the Lead Governor as Chair of the Group) plus a member of Trust Board. Members are expected to attend all meetings. In the unusual event that the Chair of the Group is absent from the meeting, they will agree another member of the Group to chair the meeting.
**Frequency of meetings**
The Group will meet four times per year approximately six weeks prior to formal Members’ Council meetings. Additional meetings will be arranged as needed.

**Duties**

a) In conjunction with the Chair of the Trust, develop and agree the agendas for Members’ Council meetings.

b) Work with the Trust to develop an appropriate development programme for governors both as ongoing development and as induction for new governors.

c) Act as a forum for more detailed discussion of issues and opportunities where the Trust seeks the involvement of the Members’ Council.

d) Consider advice and feedback from other Members’ Council working groups as appropriate.

**Reporting to the Members’ Council**
The Group will report to the Members’ Council on any issues it feels should be escalated to the full Members’ Council and will provide an annual report on its activities each year.

**To be approved by Members’ Council: 1 May 2020**

**Next review due: May 2021**
Purpose of the Report
This report provides the Members’ Council with an update on the work of the Quality Group over the past year.

Background
The Quality Group was set up by Members’ Council in October 2013 to look in more detail at the Trust’s quality performance report, patient experience, Quality Accounts and other quality issues to support the Members’ Council to fulfil its role in holding Trust Board to account.

Overall aim
The Members’ Council Quality Group’s prime purpose is to support the Trust in its approach to quality through the Trust’s quality priorities.

Duties
The Quality Group will:
(a) review the content of the Trust’s quality performance report and provide high level scrutiny on behalf of the Members’ Council;
(b) support the Trust in developing its annual Quality Accounts;
(c) raise any concerns with the Trust, through Director-representation on the Group, about quality of care; and
(d) support governors to visit services as appropriate.

Membership
Membership consists of governors (with representation from public, staff and appointed governors) plus the Director of Nursing & Quality as lead Director. The Assistant Director of Nursing & Quality also attends meetings of the Quality Group.

A governor’s term of office on the Quality Group was previously determined by their term of office as a governor. In 2018 as part of a review of governor appointment to its groups, the Members’ Council agreed that for any new members of the Group their term of office on the Group will be for three years to allow for consistency of membership. If a governor wishes to stand down from a group, or is not re-elected / re-appointed as a governor on the Members’ Council during the three years, the individual taking their seat does not automatically take the place on the Group.

The membership of the Group from 1 April 2019 to 31 March 2020 was as follows:
- Director of Nursing and Quality (lead Director) - Tim Breedon
- Lead Governor (publicly elected Wakefield) - Jackie Craven
- Governor (publicly elected, Barnsley) - Andrew Crosseley (to August 2019)
- Governor (publicly elected, Barnsley) - currently vacant
- Governor (publicly elected Calderdale) - Phil Shire
- Governor (publicly elected Kirklees) - Nasim Hasnie
- Governor (publicly elected Kirklees) - Carol Irving (to April 2019)
Governor (publicly elected Kirklees) - Jeremy Smith (to April 2019)
Governor (publicly elected Wakefield) - Daz Dooler
Governor (publicly elected Rest of South & West Yorkshire) - Paul Williams
Governor (staff elected) - Adrian Deakin, Nursing
Governor (appointed) - currently vacant

All governors continue to be welcome to attend meetings of the Group, even if they are not formal members.

What the Quality Group has done
Forum for discussion
The Quality Group has met on a regular basis throughout the year to consider quality issues and other issues relevant to the Members’ Council. The following examples give an indication of the range of discussion. The Quality Group has:

- reviewed the content of the Trust’s quality performance report (Integrated Performance Report) at each meeting of the Quality Group and provided high level scrutiny on behalf of the Members’ Council;
- supported the Trust in developing its annual Quality Accounts including recommendation to the Members’ Council on the local indicator for testing and review of the draft accounts.
- raised and discussed any areas of quality concerns with the Director of Nursing and Quality, including review of customer services / patient experience reports, the serious incident annual report, and CQC inspection updates. The Group also suggested possible service user stories for the Trust Board; and
- continued to discuss how governors could be supported to visit services as appropriate.

How have we done
The Quality Group considers that it has carried out its remit over the past year as demonstrated by the activity outlined above. However, the Quality Group is aware that other governors may wish to comment on the work undertaken or to suggest further issues the Quality Group could focus on.

The Quality Group’s sincere thanks are extended to previous members for both for their support and contribution. Although the Quality Group remains relatively large for a working/business group, it includes good representation from the Members’ Council.

Recommendation
The Members’ Council Quality Group is asked to review and approve the Annual Report for 2019/20 to be reported to the Members’ Council on 1 May 2020.
MEMBERS’ COUNCIL QUALITY GROUP
Terms of Reference
To be approved by Members’ Council 1 May 2020

The Members’ Council Quality Group was set up by Members’ Council in October 2013 to look in more detail at the Trust’s quality performance report, patient experience, Quality Accounts and other quality issues to support the Members’ Council to fulfil its role in holding Trust Board to account. The Group is an advisory group and has no decision-making powers other than those specifically delegated in these terms of reference and, as appropriate, by the Members’ Council. The Trust is required to produce Quality Accounts.

Purpose
The Members’ Council Quality Group’s prime purpose is to support the Trust in its approach to quality through the Trust’s quality priorities. The group will:

- have a high level discussion on quality of care (using the quality performance report to lead the discussion);
- monitor the quality of care and facilitate discussion on patient experience, patient safety and clinical effectiveness; and
- support the production of the Trust’s Quality Accounts.

Membership
The Members’ Council Quality Group is jointly chaired by a publicly elected governor and the Director of Nursing and Quality. Membership consists of Governors (with representation from public, staff and appointed Governors).

Membership as at 1 May 2020:
Lead Governor (publicly elected governor)
Keith Stuart-Clarke (publicly elected governor - Barnsley)
Phil Shire (publicly elected governor - Calderdale)
Vacant (publicly elected governor - Kirklees)
Daz Dooler (publicly elected governor - Wakefield)
Vacant (publicly elected governor - Rest of Yorkshire & the Humber)
Adrian Deakin (staff elected governor)
Vacant (appointed governor)
Tim Breedon (Director of Nursing and Quality) (lead Director)

In attendance:
Karen Batty, Assistant Director of Nursing and Quality
Attendance
All governors are welcome to attend meetings of the Quality Group, even if they are not formal members. The Trust’s Assistant Director of Nursing and Quality, who is currently the lead for Quality Accounts within the organisation, will attend every meeting to ensure the Members’ Council responsibilities in relation to the Quality Accounts are met. The Chief Executive, other Directors, and relevant officers will be invited to attend as appropriate. Administrative support is provided by the Corporate Governance team.

Quorum
The quorum will be a minimum of three Members’ Council representatives, plus the Director of Nursing and Quality. Members are expected to attend all meetings. In the unusual event that the Director of Nursing and Quality is absent from the meeting a deputy will be in attendance.

Frequency of meetings
The Committee will meet four times per year in the month following formal Members’ Council meetings. Additional meetings will be arranged as needed to ensure the timescales for approval of the Quality Accounts are met.

Duties
a) To review the content of the Trust’s quality performance report and provide high level scrutiny on behalf of the Members’ Council;
b) To support the Trust in developing its annual Quality Accounts;
c) To raise any concerns with the Trust, through Director-representation on the Group, about quality of care; and 
d) To support governors to visit services as appropriate.

Reporting to the Members’ Council
The Group will report to the Members’ Council on any issues it feels should be escalated to the full Members’ Council and will provide an annual report on its activities each year.

To be approved by Members’ Council: 1 May 2020
Next review due: May 2021
Members’ Council  
1 May 2020

Agenda item: 6.1

Report Title: Extension of Non-Executive Director – Laurence Campbell

Report By: Chair of the Trust and Members’ Council on behalf of the Nominations Committee

Action: To approve

Purpose and format
To propose that the Members’ Council approve a recommendation from the Nominations’ Committee that Laurence Campbell’s term as a Non-Executive Director (NED) be extended.

Recommendation
The Members’ Council is asked to SUPPORT the recommendation from the Nominations’ Committee to extend Laurence Campbell’s term as a Non-Executive Director for a period of six months to 30 November 2020, and to maintain his current level of remuneration.

Background
1. The role of the Nominations’ Committee is to ensure the right composition and balance of the Board and, secondly, to oversee the process for the identification, nomination and appointment of the Chair and Non-Executive Directors (NEDs), Deputy Chair / Senior Independent Director, and the Lead Governor.

   At its meeting on 14 April 2020, the Nominations’ Committee considered the terms of office of the current NEDs on the Board, and the current skills requirements of the Board.

2. In accordance with the Trust’s Constitution under the Standing Orders for the Practice and Procedure of the Trust Board (within the Trust’s Constitution), section 3.8 states: “The Chair and Non-Executive Directors will be appointed by the Members’ Council for an initial period of three years or as determined by the Nominations Committee… Non-Executive Directors may be re-appointed for a further three years (up to a maximum of nine years), subject to approval by the Members’ Council following confirmation by the Chair that they have performed effectively and remain committed to the role. Appointments beyond six years will be subject to annual review.”

3. Laurence Campbell, who is a qualified accountant and Chair of the Audit Committee, is due to complete his second 3-year term as a NED on 31 May
2020. He was not seeking reappointment and, in order to maintain the right composition and balance of skills and expertise on the Board, the Nominations’ Committee agreed at their meeting in January to recruit a NED who is a qualified accountant with suitable skills and experience, to replace Laurence on the Board from 1 June 2020.

4. That recruitment process has been underway since early February and the Nominations’ Committee agreed a shortlist of four candidates at their last meeting in March, who were due to be interviewed on 30 March.

5. Due to Covid-19, these interviews have now been postponed and the committee will receive a verbal update on the revised recruitment process at the meeting. It is likely, however, that the process of appointing and inducting a new NED will be delayed by several weeks.

6. Laurence is willing and able to extend his term of office for a period of 3 months, in order to support the Trust at this time. He is also willing to extend it for a further 3 months, but his availability may be restricted from September due to other commitments.

7. During discussion at the Nominations Committee, it was confirmed that Laurence has performed well as a NED and audit committee chair since appointment, as reflected in his most recent annual appraisal, and he is held in high regard by board colleagues.

8. In order to ensure continuity and maintain strong governance at Board level during this challenging period, it is recommended that Laurence Campbell be reappointed for a period of up to 6 months, from 1 June to 30 November 2020, with a review after 3 months. This will also ensure that the annual financial audit can proceed without additional disruption.

9. It is further recommended that Laurence retains the additional payment for £5,000 per annum currently paid to him as audit committee chair, throughout this extension of office. Recent guidance from NHS Improvement recommends that audit committee chairs receive additional remuneration of up to £2,000. However, the Nominations Committee recommends that his current level of remuneration is retained until a new appointment is made.

Nominations Committee members: Angela Monaghan, Marios Adamou, Jackie Craven, Nasim Hasnie, Ruth Mason
Agenda item: 6.2

Report Title: Extension of Deputy Chair / Senior Independent Director

Report By: Chair of the Trust and Members’ Council on behalf of the Nominations Committee

Action: To approve

Purpose and format
To propose that the Members’ Council approve a recommendation from the Nominations’ Committee for the extension of the Deputy Chair / Senior Independent Director.

Recommendation
The Members’ Council is asked to SUPPORT the recommendation from the Nominations’ Committee to extend Charlotte Dyson as Deputy Chair / Senior Independent Director for a period of up to six months from 1 August 2020 to 31 January 2020, and to maintain her current level of remuneration.

Background
1. The role of the Nominations’ Committee is to ensure the right composition and balance of the Board and, secondly, to oversee the process for the identification, nomination and appointment of the Chair and Non-Executive Directors (NEDs), Deputy Chair / Senior Independent Director, and the Lead Governor.

   At its meeting on 14 April 2020, the Nominations’ Committee considered the terms of office of the current NEDs on the Board, and the current skills requirements of the Board.

2. The Trust’s Constitution requires the Trust to appoint a Deputy Chair, and Monitor’s (now NHS Improvement) Code of Governance requires the Trust, in consultation with the Members’ Council, to appoint one of its Non-Executive Directors as the Senior Independent Director. The role of the Nominations Committee is to ensure the right composition and balance of the Board and, secondly, to oversee the process for the identification, nomination and appointment the Chair and Non-Executive Directors (NEDs), Deputy Chair / Senior Independent Director, and the Lead Governor / Deputy Lead Governor.

3. The Senior Independent Director provides a sounding board for the Chair and serves as an intermediary for the other Directors when necessary. The Senior Independent Director is also available to Governors if they have concerns that
contact through the normal channels of the Chair, Chief Executive, Director of Finance or Company Secretary has failed to resolve, or for which such contact is inappropriate. The Senior Independent Director is usually also the Deputy Chair. Further detail of the role is shown in the attached role description / person specification.

4. Charlotte Dyson was first appointed as Deputy Chair / SID on 1 August 2017, and was then re-appointed for a period of two years from 1 August 2018 to 31 July 2020. Her second term of office as a Non-Executive Director will end on 30 April 2021.

5. It had been Charlotte’s intention not to seek reappointment as Deputy Chair / SID at this time. However, at the request of the Chair, she has agreed to extend her appointment for up to 6 months, if that is helpful to the Trust.

6. It is vital that the Trust maintains strong governance during the current health emergency caused by Covid-19. It is the Chair's view that maintaining continuity, and retaining experienced, skilled NEDs in key roles, will help support the Trust at this difficult time and support continued effective governance.

7. During discussion at the Nominations Committee, it was confirmed that Charlotte has performed well in the role since appointment and that her overall performance as a NED, as reflected in her most recent annual appraisal, is strong.

8. In order to ensure continuity and maintain strong governance at Board level during this challenging period, it is recommended that Charlotte Dyson be reappointed as Deputy Chair / SID for a period of up to 6 months, from 1 August 2020 to 31 January 2021.

9. It is possible that the appointment of a new Deputy Chair / SID can take place before January 2021, in which case proposals will be brought forward to the Nominations’ Committee at the appropriate time.

10. It is further recommended that Charlotte retains the additional payment of £5,000 per annum currently paid to her as Deputy Chair / SID, throughout this extension of office. Recent guidance from NHS Improvement recommends that Deputy Chairs / SIDs should receive additional remuneration of no more than £2,000. However, the Nominations Committee recommends that her current level of remuneration is retained until a new appointment is made.

Nominations Committee members: Angela Monaghan, Marios Adamou, Jackie Craven, Nasim Hasnie, Ruth Mason
Role Description

Deputy Chair / Senior Independent Director outline job description

Essential expertise

- Has embraced and lived the values of the organisation
- Has demonstrated commitment and effective participation in the Board/Committees of South West Yorkshire Partnership NHS Foundation Trust (SWYPFT)
- Has commercial or high level public sector background and an understanding of governance arrangements in a highly regulated and complex environment
- Has demonstrated a clear sense of strategic direction and a previous track record of performance management
- Has undertaken challenge and support appropriate to the Board
- Has established and managed complex relationships internally and across a number of organisational boundaries
- Has displayed the ability to be a strong ambassador for the Trust and support the work of the chair

Desirable experience

- Has experience of working as a Non-Executive Director in other sectors, such as private, community or voluntary organisations
- Has established an understanding of the needs of the people who use our services and health inequalities in the populations served by our Trust

Essential competences

<table>
<thead>
<tr>
<th>Competence</th>
<th>Explanation</th>
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<tbody>
<tr>
<td>Strategic thinking</td>
<td>Has been able to look ahead and work with others to develop practice and ambitious plans</td>
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<tr>
<td>Patient, service user and community focus</td>
<td>Has shown commitment to supporting people’s expectations of healthcare in the local community, through the public, voluntary or private sector</td>
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<td>Self-belief and drive</td>
<td>Has shown the ability to challenge constructively with the motivation to improve NHS performance and the confidence to take on challenges</td>
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<tr>
<td>Intellectual flexibility</td>
<td>Has been a sharp and clear thinker who can weigh up other people’s ideas and have ideas of their own</td>
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<tr>
<td>Competence</td>
<td>Explanation</td>
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<td>----------------------------------------------------------------</td>
<td>-----------------------------------------------------------------------------------------------</td>
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<tr>
<td>Team working ability</td>
<td>Has built constructive relationships and worked effectively in a team of people whilst enabling</td>
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<td></td>
<td>others to take on the operational work</td>
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<tr>
<td>Effective influencing and communication skills</td>
<td>Has gained respect through a personal empowering style supported by effective communication and</td>
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<tr>
<td></td>
<td>influencing skills</td>
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<tr>
<td>Sound understanding of corporate governance and high standards</td>
<td>Has been tough enough to hold others to account for their performance but also to accept being</td>
</tr>
<tr>
<td>of personal conduct</td>
<td>held to account for their own performance</td>
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</tbody>
</table>

**Responsibilities**

**Strategy**
- provides deputy leadership to the Members’ Council and Trust Board, supporting their effectiveness in all aspects of their role and agenda;
- works with the chair and board members in developing and promoting the Trust’s vision, values, aims and strategic objectives;
- pro-actively supports the work of the chair/stands in for the chair, in managing board decisions and their development ensuring that ‘due process’ has been applied at all stages of decision making and that full and complete consideration has been given to all options;
- supports direct work of the Trust in leading with the chair and other non-executives, the chief executive and other executive directors.

**Human Resources**
- supports, encourages and, if appropriate, mentors other board members and senior executives;
- supports and participates in the regular evaluation of the performance of the board of governors and the board of directors, committees and individual directors, and facilitates the effective contribution of non-executive directors, directors and governors and ensure constructive relations;
- takes responsibility for own personal development and ensures that this remains a priority.

**Operations**
- supports the chair in taking responsibility for ensuring the Board monitors the progress of the business against planned objectives;
- uses leadership skills and experience to advise and support the work of the Trust, the operation of the Board and the work of the governors;
- supports the chair in ensuring the Board establishes clear objectives to deliver agreed plans and meets the terms of its authorisation, regularly reviewing performance against the objectives;
- supports the chair in planning and conducting Board meetings;
- encourages the best use of resources including the development of effective risk and performance management processes;
- shares and uses relevant experience with senior managers and clinicians in a changing healthcare environment;
- promotes appropriate processes and procedures to deliver high standards of professional, clinical, administrative and personal behaviours across the Trust;
is aware and understands relevant regulatory and central government policies, and complies at all times with the Trust’s published health and safety policies and procedures, following agreed safe working procedures and reporting incidents using the trust’s reporting systems.

Communication and relationships
- support the effectiveness, constructive dialogue and harmonious relations with a number of bodies including the board of directors, the board of governors, stakeholders in the Trust's community, national healthcare stakeholders, regulators such as NHS Improvement and the Care Quality Commission;
- ensures the provision of accurate, timely and clear information to directors and governors and maintain appropriate links with the chief executive officer and individual directors as well as with the wider local and national health and social care community;
- will liaise with the chair and the Trust secretary in setting the agenda for the council of governors;
- will support the council of governors nomination committee chair when the succession to the role of trust chair is being considered;
- develops high level relationships with key stakeholders, including the Trust’s financiers but ensuring that the interests of all stakeholders are fairly balanced at all times;
- represents the Trust’s views with national, regional and local bodies or individuals;
- upholds the values of the trust, as an appropriate role model and to ensure that the board promotes equality and diversity for all its patients, staff and other stakeholders;
- is an ambassador for the Trust, is knowledgeable about local issues, and assists the trust to support local regeneration as a major employer;
- sets an example on all policies and procedures designed to ensure equality of employment, to ensure staff, patients and visitors are treated equally irrespective of gender, age, disability, sexual orientation, religion, etc.

In addition to the tasks ascribed to the deputy chair role, the senior independent director role involves the following responsibilities:
- is able to act independently of the Chair on behalf of the organisation;
- is available to staff and governors if they have concerns relating to the chair, chief executive or finance director or the board of directors as a whole, compliance with the terms of authorisation, or the welfare of the Trust and, which contact through the normal channels have failed to resolve or for which such contact is inappropriate;
- has a key role in acting as a sounding board and source of advice for the chair, chief executive, executive directors and other non-executive directors;
- will lead the evaluation of the chair, from governors, executives and non-executives in consultation with the council of governors and the setting of the chair’s objectives;
- will attend sufficient meetings of the governors to enable them to have a balanced understanding of the issues and concerns;
- will liaise with the lead governor and provide support and advice where there are concerns about the chair or other issues where it would be inappropriate to involve the chair;
- will work with the lead governor and others involved by intervening to help resolve the issues of concern such as the chair’s performance, issues between the chair and the chief executive (too close or not harmonious), where the strategy is not supported by the whole board of governors or where key decisions are being made without reference to the board or where succession planning is being ignored;
will act as a source of reference for the staff governors/Freedom to Speak up Guardians where there are concerns about the chair or the chief executive;

is part of the Formal (Stage 2) process in the Whistleblowing Policy where referral to the Designated Senior Manager (the Director of Nursing and Quality) is inappropriate due to the nature of the issue (such as a concern about a director or senior manager). On receiving the referral, the senior independent director will meet with the individual, discuss their concerns and agree a timescale for a response, normally within 15 working days. (See paragraph 8.5 of the Whistleblowing policy);

other duties could be added to the role if required providing they are in keeping with the principle of independence and review.

Person specification

<table>
<thead>
<tr>
<th>Area</th>
<th>Essential</th>
<th>Desirable</th>
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<tbody>
<tr>
<td>Qualifications</td>
<td>A non-executive director</td>
<td></td>
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<tr>
<td>Knowledge and experience</td>
<td>Knowledge and experience of undertaking appraisals</td>
<td>Knowledge of governance and compliance</td>
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<td></td>
<td></td>
<td>Experience of dispute resolution</td>
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<tr>
<td>Skills</td>
<td>Highly developed communication and negotiation skills</td>
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<tr>
<td>Personal qualities</td>
<td>Open, engaging and approachable</td>
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<tr>
<td></td>
<td>Independent</td>
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<tr>
<td></td>
<td>Candid and has integrity</td>
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<tr>
<td>Additional requirements</td>
<td>Willingness to attend meetings of the council of governors</td>
<td></td>
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Members’ Council
1 May 2020

Agenda item: 6.3
Report Title: Reappointment of Non-Executive Director – Kate Quail
Report By: Chair of the Trust and Members’ Council on behalf of the Nominations Committee
Action: To approve

Purpose and format
To propose that the Members’ Council approve a recommendation from the Nominations’ Committee for the reappointment Non-Executive Director, Kate Quail.

Recommendation
The Members’ Council is asked to SUPPORT the recommendation from the Nominations’ Committee to reappoint Kate Quail as Non-Executive Director for a second three year term from 1 August 2020 to 31 July 2023.

Background
The role of the Nominations’ Committee is to ensure the right composition and balance of the Board and, secondly, to oversee the process for the identification, nomination and appointment of the Chair and Non-Executive Directors (NEDs), Deputy Chair / Senior Independent Director, and the Lead Governor.

At its meeting on 6 March 2020, the Nominations’ Committee considered the terms of office of the current NEDs on the Board, and the current skills requirements of the Board.

In accordance with the Trusts Constitution under the Standing Orders for the Practice and Procedure of the Trust Board (within the Trusts Constitution), section 3.8 states: “The Chair and Non-Executive Directors will be appointed by the Members’ Council for an initial period of three years or as determined by the Nominations Committee… Non-Executive directors may be re-appointed for a further three years (up to a maximum of nine years), subject to approval by the Members’ Council following confirmation by the Chair that they have performed effectively and remain committed to the role. Appointments beyond six years will be subject to annual review.”

NED seeking re-appointment
- Kate Quail was appointed as a NED of South West Yorkshire Partnership NHS Foundation Trust (SWYPFT) from 1 August 2017 and her first three-year term of
office ends on 31 July 2020. The attached paper recommends her re-appointment for a second three-year term from 1 August 2020 to 31 July 2023.

Nominations Committee members: Angela Monaghan, Marios Adamou, Jackie Craven, Nasim Hasnie, Ruth Mason
Re-appointment of Kate Quail as a Non-Executive Director of the Trust

Kate Quail is being recommended for a second three-year term as a Non-Executive Director (NED) of South West Yorkshire Partnership NHS Foundation Trust (SWYPFT) from 1 August 2020 to 31 July 2023.

Background

Kate was appointed a NED of SWYPFT on 1 August 2017 and hence her first term of office ends on 31 July 2020.

It is my view that NEDs should embrace one three year term of office and the second term should only be offered subject to both parties wishing to continue. It is not to be expected, but rather to be justified on an individual basis. Kate has indicated that she wishes to be reappointed for a further three years.

During her first term of office, Kate has been chair of the Mental Health Act Committee (MHAC) and has also been a member of the Clinical Governance and Clinical Safety (CGCS) Committee, the Charitable Funds Committee (up to August 2019) and the Finance, Investment and Performance (FIP) Committee (since November 2019, formerly Financial Oversight Group).

The list below summarises her work and activity for the Trust since April 2019:

Roles

- Chair of Mental Health Act Committee
- Member of Clinical Governance and Clinical Safety (CGCS) Committee
- Member of Finance, Investment and Performance (FIP) Committee (since November 2019, formerly Financial Oversight Group).
- Member of Charitable Funds Committee (CFC) (to August 2019)

Other Trust activities

Kate is very hard working and has taken part in a number of quality monitoring visits and visits to various Trust services. She has also supported/attended a wide range of Trust events, including risk panels, non-executive recruitment, EyUp! events, Middleground training workshops, Excellence Awards, suicide strategy discussion and consultant recruitment panels.

Externally, she has attended regional engagement events for the West Yorkshire Mental Health Services Collaborative and deputised for the chair at the West Yorkshire &Harrogate ICS Partnership Board.

Her work as chair of the MHAC has included reviews with all the Independent Hospital Managers, attendance at the Hospital Managers’ Forum and work with Trust staff to improve the operations and efficiency of the committee.
Performance

At Kate’s most recent appraisal, on 2 July 2019, it was noted that Kate has enjoyed a good year, shown great commitment to the Trust and worked very hard throughout. As chair of the MHAC, she has brought a lot of positive improvements and has skilfully managed difficult relationships, which is recognised and appreciated.

Feedback from other Board members was appreciative of Kate’s clinical / public health background and expertise and that they would like to see her use this more to influence Board / Committee strategy and developments. Kate’s strong values are very much in evidence in all her work with the Trust and widely recognised by colleagues.

Kate is keen to continue and I strongly support her reappointment.

Recommendation

It is recommended that Kate Quail is re-appointed for a second term of office for three years from 1 August 2020 to 31 July 2023.