

WRIGHTINGTON, WIGAN AND LEIGH NHS FOUNDATION TRUST
MINUTES OF A MEETING OF THE COUNCIL OF GOVERNORS (“the Council”)
HELD AT 5.30PM ON 18 JULY 2019
AT ROYAL ALBERT EDWARD INFIRMARY, WIGAN LANE, WIGAN, WN1 2NN

Part 1

Members’ attendance record 2019/20:

		18 Jul 2019	16 Oct 2019	21 Jan 2020	FY2019/20 Attendance
Robert Armstrong	Chair (in the Chair)	✓			
Imran Alam	Staff Governor, Medical and Dental	✓			
Bill Anderton	Public Governor, Wigan	✓			
Alan Baybutt	Public Governor, Wigan	A			
John Cavanagh	Appointed Governor, FT volunteers	✓			
Les Chamberlain	Public Governor, Makerfield	A			
Jean Coates-Topping	Public Governor, Makerfield	✓			
Howard Gallimore	Public Governor, Makerfield	✓			
Pauline Gregory	Public Governor, Wigan	A			
Dawne Gurbutt	Appointed Governor, UCLAN	A			
Andrew Haworth	Public Governor, Leigh	✓			
Sarah Howard	Staff Governor, Nursing and Midwifery	✓			
Jackie Hylton	Staff Governor, Nursing and Midwifery	✓			
Mustapha Koriba	Public Governor, Rest of England and Wales	A			
Hazel Leatherbarrow	Staff Governor, Other staff	✓			
James Lee	Public Governor, Makerfield	✓			
Lisa Lymath	Public Governor, Rest of England and Wales	A			
Renée Mellis	Public Governor, Rest of England and Wales	A			
Reg Nash	Appointed Governor, Age UK	✓			
Andrew Savage	Staff Governor, Other Staff	✓			
Syed Shah	Appointed Governor, Local Medical Committee	✓			
Maggie Skilling	Public Governor, Wigan	✓			
Veronika Stevens	Public Governor, Rest of England and Wales	✓			
Linda Sykes	Public Governor, Leigh	✓			
Corinne Taylor-Smith	Public Governor, Leigh	A			
Fred Walker	Appointed Governor, Wigan Council	✗			
Mavis Welsh	Public Governor, Leigh	A			

Key: ✓: Attended in person | ✓T/V: Attended by tele/videoconference | A: Apologies sent | ✗: Did not attend or send apologies

In attendance:

Mick Guymmer	Non-Executive Director
Paul Howard	Company Secretary (minutes)
Lynne Lobley	Senior Independent Director
Tony Warne	Vice-Chair
Rob Forster	Deputy Chief Executive (to item 31/19 only)
Chris Knights	Deputy Director of Strategy and Planning (to item 31/19 only)
Richard Mundon	Director of Strategy and Planning (to item 31/19 only)

One member of the public was in attendance.

25/19 Chair and quorum

Mr R Armstrong took the chair and noted that due notice had been provided to all governors and that a quorum was present. He therefore declared the meeting duly convened and constituted.

The Chair welcomed Mr A Savage to his first meeting as a Staff Governor.

26/19 Apologies for absence

Apologies for absence were received as shown in the members' attendance record, above.

27/19 Declarations of interest

There were no opening declarations of interest.

28/19 Minutes of previous meeting

The minutes of the previous meeting held on 22 January 2019 were **APPROVED** as a true and accurate record.

29/19 Chair and Chief Executive's update

The Chair opened by providing a summary of the activities undertaken over recent months, and drew the Council's particular attention to the work in relation to the Veterans' Covenant Hospital Alliance over the past six months, noting that a written update had been circulated to members in advance of the meeting.

With regard to the transfer of community services which had taken place as planned on 1 April 2019, the Chair advised that feedback from staff who had transferred into the foundation trust had been overwhelmingly positive and he provided a summary of the staff engagement activities that had taken place since the transfer. He also advised that a dedicated clinical trials room had recently been opened on the Wrightington Hospital site, which is intended to provide a dedicated space for such schemes to be undertaken.

The Chair noted that Prof Clare Austin had been appointed as a non-executive director with effect from 1 May 2019 and reminded the Council that this had been approved via written resolution in order to allow the appointment to commence as soon as practicable. The Council **RATIFIED** the appointment of Prof Austin as a non-executive director for a three-year term, with effect from 1 May 2019.

In the absence of the Chief Executive, the Deputy Chief Executive delivered a presentation which had been circulated in advance of the meeting and which covered the following key topics:

- an overview of the foundation trust's current position from a financial, performance, workforce and quality perspective;
- a summary of highlights and lowlights in FY2019/20 to date;
- comparative data for A&E performance in FY2019/20 across Greater Manchester;
- Hospital Standardised Mortality Ratio performance for the period April 2017 to March 2019 and Summary Hospital-level Mortality Indicator data for the period since Q4 FY2015/16; and
- a summary of performance against a number of quality metrics for FY2018/19 with comparative data for FY2017/18 and FY2007/08;

In response to a question from Dr S Shah surrounding the ongoing issues relating to the future provision of breast services across Greater Manchester, the Chair reminded the Council that no decision had yet been taken and the Deputy Chief Executive confirmed that the foundation trust continues to lobby, along with colleagues from Wigan Borough Council and NHS Wigan Borough Clinical Commissioning Group, for the approach taken to date to be reviewed.

With regard to the arbitration relating to issues associated with the transfer of community services into the foundation trust, the Deputy Chief Executive reminded the Council that a due diligence exercise had been undertaken using an external organisation and reiterated the fundamental importance of being provided with accurate information as part of the process. He summarised the recent discussions with NHS England and NHS Improvement following conclusion of the arbitration process and, in response to questions from the Council, the Deputy Chief Executive confirmed that the board would not permit the safety of services to be compromised and acknowledged the need to expedite the planned transformation of services as much as possible.

Mrs L Sykes highlighted the longstanding challenges around A&E performance and commended the recent delivery of 4-hour performance in excess of 98%. She questioned, however, how sustainable the delivery of such levels of performance is, to which the Deputy Chief Executive responded that the improvement had been the aggregated result of a number of alterations that had been made to processes, but acknowledged that the underlying cause of the difficulties related to the number of beds available within the organisation. As a result, he confirmed that the foundation trust is working to expedite the construction of a new ward in order to address this.

The Deputy Chief Executive drew the Council's attention to the emerging issue surrounding the liability of higher net worth individuals to additional taxation and noted that this was beginning to receive attention on a national basis. He noted that the issue was particularly prevalent within orthopaedics and confirmed that discussions were ongoing with Consultants around the options that could be considered.

Ms J Coates-Topping advised that she had recently attended a meeting of a divisional charitable fund where a request for funding from the community services teams had been declined because it was considered that the requested equipment should properly be

provided by the foundation trust. She suggested the need to ensure that all appropriate equipment had been transferred into the foundation trust and the Chair requested that the Quality and Safety Committee review the matter further to ensure that there are no safety concerns that need to be addressed.

Mr B Anderton highlighted the financial position and in particular the challenges around capital expenditure following a national edict from NHS England and NHS Improvement. He queried whether the foundation trust received interest on credit balances within its accounts, to which the Deputy Chief Executive replied that some credit interest would be payable. Mr B Anderton also noted the forecast deficit in nurse staffing and queried how the vacancies would be filled in the absence of sufficient numbers of appropriately qualified staff on a national scale. The Deputy Chief Executive described the work that is ongoing around alternative workforce models and also noted the existence of an “earn, learn and return” scheme for nurses which operates in a similar way to the M.Ch programme that has been successfully delivered for a number of years.

The Council received the report and noted the content.

30/19 Service and Value Improvement programme 2019/20

The Director of Strategy and Planning delivered a presentation which had been circulated in advance of the meeting to summarise the context in which the Service and Value Improvement (“SAVI”) programme had been designed and to outline the integrated and tiered approach that had been adopted. A summary of the financial performance as at Q1 FY2019/20 was included, along with an overview of challenges, risks and associated mitigation.

The Council noted that the foundation trust's planned SAVI programme represented 4.6% of total income, which was somewhat higher than the average programmes in the North of England (average of 3.3%), the North West (average of 3.0%) and Greater Manchester (average of 3.2%). In response to a question from Mr B Anderton, the Deputy Chief Executive commented that this was primarily the result of the non-recurrent nature of schemes that were delivered in previous years. In response to a question from Mrs L Sykes around the consequences of non-delivery of the SAVI programme, the Deputy Chief Executive advised that this would prevent access to any Provider Sustainability Funding.

With regard to the final slide which summarised the non-financial benefits of the SAVI programme, Dr S Syed highlighted the importance of working with clinical colleagues from across the borough to ensure the wider realisation of benefits.

The Council received the report and noted the content.

31/19 Site and service plans

The Director of Strategy and Planning delivered a presentation which had been circulated in advance of the meeting to provide the Council with assurance that the foundation trust has a development control plan for its three main hospital sites. He noted that the content of the presentation represented proposals rather than firm plans, as some would require significant capital expenditure or require favourable decision making and support from other external stakeholders.

With regard to the Royal Albert Edward Infirmary site, the Director of Strategy and Planning noted the intention for it to act as the main “hot” site for the local population, with as much elective care as possible being provided from other sites. He reminded the Council of the intention to develop a community ward to assist with the management of emergency pressures on acute beds, and to create a development zone for future expansion. He also noted the intention to continue to use the Thomas Linacre Centre as an outpatient centre and to increase the car parking provision on and around the Royal Albert Edward Infirmary site.

In relation to the Wrightington Hospital site, the Director of Strategy and Planning outlined the intention to further develop the site to emphasise its importance as a centre of excellence for orthopaedics, including the development of a centre of research and education and ensuring the availability of appropriate capacity to accommodate additional elective orthopaedic activity and the requirements of Greater Manchester’s Improving Specialist Care requirements, as well as delivering improvements to the Private Patient Unit.

In terms of Leigh Infirmary, the Director of Strategy and Planning reminded the Council that the foundation trust had reduced its footprint on the site over recent years and confirmed the intention to both promote the Hanover Building as a one-stop shop for services and to position the Leigh site as an elective and day case centre, with the potential to accept additional activity that is currently being delivered by other organisations. The potential to develop a health campus, including the development of additional dementia care facilities, was also acknowledged.

Mr A Haworth noted the scale of costs associated with undertaking all of the plans, and reminded the Council of the discussions around finances during the previous agenda item. He therefore questioned whether this was taken into account in determining whether to proceed. In response, the Deputy Director of Strategy and Planning confirmed that all proposed developments are subject to a full business case process and that the associated financial information, including affordability, is required to be addressed.

The Council received the report and noted the content

The Deputy Chief Executive, the Director of Strategy and Planning and the Deputy Director of Strategy and Planning left the meeting.

32/19 Receipt of annual report and accounts 2018/19

The Chair reminded the Council of the requirement set out in statute for the Council of Governors to receive the annual report and accounts and noted that a copy of the document had been made available on the digital meeting platform, with hard copies available at the meeting on request. He also reminded the Council that the external auditors, Deloitte LLP, had attended the Council’s recent workshop session to outline its findings as part of its work on the quality account and in relation to the overall audit of the annual report and financial statements.

The Council received the annual report and accounts 2018/19.

33/19 Membership Engagement Strategy 2019/21

A copy of the draft Membership Engagement Strategy for 2019/21 had been circulated with the agenda and the Company Secretary reminded the Council of the process that had been followed in developing the strategy, with a focus group of governors having been established to produce the document. The Council offered its thanks to all governors who had participated in the development of the document.

The Council **APPROVED** the Membership Engagement Strategy 2019/21, subject to a number of minor typographical amendments.

34/19 Proposal to establish a Membership Engagement Group

The Company Secretary noted that, following the development of the Membership Engagement Strategy, it was proposed to establish a dedicated Membership Engagement Group which would oversee the action plans within the document. He noted the proposal to decouple the membership engagement items from the current Engagement Committee, which also oversees staff, patient and public engagement activities. The Company Secretary also informed the Council that Mr I Haythornthwaite had recently agreed to become the non-executive lead for communications and the Council agreed that it would be beneficial to consider how he might best engage with the newly-established group.

The Council **APPROVED** the establishment of a Membership Engagement Group.

35/19 Board assurance framework

The Council received the board assurance frameworks for patients, people, performance and partnerships as at April 2019, being the board assurance frameworks presented to the board most recently in May 2019.

Dr S Shah highlighted some of the metrics within the weighted dashboard of the patients board assurance framework and Ms L Sykes summarised the discussions at the Quality and Safety Committee which she attends on behalf of the Council and which had considered the updated board assurance framework the previous day. She noted in particular that assurances had been provided by the Medical Director around a number of the metrics and that the committee had been briefed on a number of activities that are currently being implemented. Mrs M Skilling also noted that a number of the key metrics had been discussed at the recent Serious Incidents Requiring Investigation Panel which she attends on behalf of the Council and noted that an update on a number of pieces of work was scheduled to take place at a future Council workshop.

It was suggested that the Medical Director be requested to attend the next meeting of the Council to provide more assurances on the work that is being undertaken to address the areas of poor performance in the weighted dashboard.

ACTION: Company Secretary (to schedule)

The Council received the board assurance framework documents and noted the content.

36/19 Resolution to exclude members of the press and the public

The Council **RESOLVED** to exclude members of the press and the public from the remainder of the meeting, having regard to the confidential nature of the business to be transacted.

37/19 Date, time and venue of next meeting

The next meeting of the Council of Governors will be held on 16 October 2019, 5.30pm at Royal Albert Edward Infirmary, Wigan Lane, Wigan, WN1 2NN.

Action log

Date of meeting	Minute ref.	Item	Action required	Assigned to	Target date	Update
18 Jul 2019	35/19	Board assurance framework	Attend the next meeting to give assurance around actions that have been undertaken around the areas of concern in the weighted dashboard of the patients board assurance framework	Medical Director	16 Oct 2019	On the agenda.