

WRIGHTINGTON, WIGAN AND LEIGH NHS FOUNDATION TRUST
MINUTES OF A MEETING OF THE COUNCIL OF GOVERNORS (“the Council”)
HELD AT 5.30PM ON 16 OCTOBER 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	✓	A		
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	✓	A		
Pauline Gregory	Public Governor, Wigan	A	✓		
Dawne Gurbutt	Appointed Governor, UCLAN	A	✓		
Ken Griffiths	Public Governor: Makerfield	---	✓		
Andrew Haworth	Public Governor, Leigh	✓	✓		
Sarah Howard	Staff Governor, Nursing and Midwifery	✓	✓		
Jackie Hylton	Staff Governor, Nursing and Midwifery	✓	✓		
Christine Jones	Public Governor: Leigh	---	A		
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	A		
Reg Nash	Appointed Governor, Age UK	✓	A		
Andrew Savage	Staff Governor, Other Staff	✓	A		
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	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 Guymner	Non-Executive Director
Paul Howard	Company Secretary (minutes)
Lynne Lobley	Senior Independent Director
Sharon Barber	Director of Community Services (to item 51/19 only)
Andrew Foster	Chief Executive (to item 49/19 only)
Rob Forster	Director of Finance (to item 53/19 only)

The Chair opened by welcoming new governors to the meeting and congratulated them, along with those governors who had been re-elected, on their success at the recent elections to the Council.

45/19 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.

46/19 Apologies for absence

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

47/19 Declarations of interest

There were no opening declarations of interest.

48/19 Minutes of previous meeting

The Part 1 and Part 2 minutes of the previous meeting held on 18 July 2019 were **APPROVED** as a true and accurate record.

49/19 Patient experience video

The Council received a patient experience video which charted the experiences of one patient who lives in the borough who is reliant on public transport and who attends appointments at a number of locations across Greater Manchester. The impact of this travel was acknowledged, particularly where travel time significantly exceeds the length of the appointment, and the importance of considering alternative approaches was iterated.

50/19 Chief Executive's report

The Chief Executive delivered a presentation which had been circulated to members in advance, which covered the following key topics:

- a mid-year update on finance, performance, workforce and quality;
- a summary of other highlights and lowlights in FY2019/20 to date;
- comparative data for A&E performance in FY2019/20 across Greater Manchester; and
- his final thoughts in his last week as Chief Executive on matters such as organisational position and reputation, culture and a summary of threats and opportunities.

The Chief Executive concluded by thanking the Council of Governors for its support over his many years in post.

In response to a question from L Sykes, the Chief Executive confirmed that all constitutional targets were being achieved with the exception of the Accident and Emergency 4-hour target. L Sykes asked a further question around whether there is any correlation between the use of bank or agency staff and the incidence of patient falls, to which the Chief Executive replied that many of the staff undertaking work on a bank or agency basis are in fact also substantive staff who are undertaking overtime in this way. As a result he advised that there is no such correlation.

A discussion was held on Healthier Together and the practicalities that remain unresolved, and the Chief Executive noted that there had been a general recognition of the aggregated impact that a number of small changes can have on smaller hospitals.

In response to a question from P Gregory, the Chief Executive confirmed that the foundation trust had reported between 25 and 30 *C. difficile* cases during the year but reminded the Council of the changes to the manner in which such cases are allocated to organisations.

The Council received the report and noted the content. The Chair took the opportunity to thank the Chief Executive on behalf of the Council for his many years of service.

The Chief Executive left the meeting.

51/19 Presentation: Community services

The Director of Community Services delivered a presentation which had been circulated in advance to update the Council on the activities of the Division of Community Services. The presentation was well-received and the Council's thanks were given for the information provided.

The Council received the report and noted the content.

The Director of Community Services left the meeting.

52/19 Board assurance framework metrics

The Medical Director noted that the Council had raised queries in relation to a number of the patient board assurance framework metrics at its last meeting. He summarised progress with each of the metrics that are not rated as green and confirmed the focused work that was being undertaken in an effort to further improve performance in these areas.

The Council received the report and noted the content.

The Medical Director left the meeting.

53/19 Financial position

The Director of Finance delivered a presentation to summarise the foundation trust's financial position and noted the ongoing work with the local Council and Clinical Commissioning Group to develop place-based schemes to ensure financial balance. He confirmed the forecast outturn position and noted that liaison with the regulators was taking place.

In response to a question from F Walker, the Director of Finance noted that staffing challenges exist on a national scale, particularly around nurse staffing, and highlighted the challenges that smaller, less central organisations face in contrast to their larger city centre peers. L Lobley also took the opportunity to summarise the work that is ongoing around international recruitment.

M Koriba highlighted the importance of recurrent savings being made as part of the financial recovery plan and queried how much of the plan would be recurrent in nature and how much would be one-off savings. In response, the Director of Finance advised that the programme was c.£4.5m adverse to plan and acknowledged the importance of more strategic and recurrent savings being made.

The Council received the presentation and noted the content.

The Director of Finance and L Lobley left the meeting.

54/19 Appointment of non-executive director

The Chair presented a report to seek approval to appoint Lady Rhona Bradley as a non-executive director following a recruitment exercise coordinated by the Nomination and Remuneration Committee on behalf of the Council of Governors.

The Council **APPROVED** the appointment of Lady Rhona Bradley as a non-executive director with effect from 1 December 2019. It noted the publication of recent guidance around non-executive director remuneration however considered that the appointment should be made at the advertised rate of £14,040 per annum.

55/19 Appointment of lead governor

The Council **UNANIMOUSLY APPROVED** the appointment of Linda Sykes as lead governor for a 12-month period.

56/19 Non-executive director remuneration

The Company Secretary presented a report which contained recent national guidance on non-executive director remuneration. He reminded the Council that there was no requirement for the foundation trust to follow the guidance, although it should be seen as good practice.

The Council **RESOLVED** that the guidance would be followed for all new non-executive director appointments. Matters relating to the remuneration of existing non-executive directors on reappointment would be considered on a case-by-case basis, taking into account the need to retain talented individuals and to ensure the progressive refreshing of the board.

57/19 Leadership walkabouts

A report had been circulated with the agenda to summarise the leadership walkabout that had been undertaken since the previous meeting. L Sykes noted that governors had a number of issues with the process, including the absence of follow-up with governors after the visits have taken place and an apparent lack of oversight of action plans. It was therefore

agreed that the Chief Nurse would be invited to attend the next meeting to discuss the process and to see how improvements could be made.

ACTION: Company Secretary to schedule

58/19 Non-executive director feedback

Those non-executive directors presented provided verbal feedback on their activities and in particular how they had provided scrutiny and challenge to the executive team as part of a unitary board. C Austin noted the development of an updated workforce plan with alternative workforce models being considered and the associated discussions that had taken place at the board. The need for a focus on staff retention had also been acknowledged.

I Haythornthwaite summarised the financial scrutiny undertaken by non-executive directors and highlighted in particular the importance of understanding where the organisation should be at any given point in time, so as to be able to understand whether the financial performance is on track.

59/19 Date, time and venue of next meeting

The next meeting of the Council of Governors will be held on 21 January 2020, 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
16 Oct 2019	57/10	Leadership safety walkabouts	Attend next meeting to discuss the process further	Chief Nurse	Jan 2020	On the agenda.