

AGENDA: COUNCIL OF GOVERNORS

To be held 07 December 2023 at 14:00
In BICS Rooms 1&2, Musgrave House
Royal Bolton Hospital

Ref N ^o	Agenda Item	Process	Lead	Time
	<i>Welcome and refreshments: Members of the Council of Governors and all attendees</i>		<i>All</i>	14:00
PRELIMINARY BUSINESS				
CG062/23	Chair's welcome and note of apologies	<i>Verbal</i>	Niruban Ratnarajah <i>Chair</i>	
	<i>Purpose: To record apologies for absence and confirm quoracy</i>			
CG063/23	Declaration of Interests concerning agenda items	<i>Verbal</i>	Chair	
	<i>Purpose: To record any interests relating to items on the agenda.</i>			
CG064/23	Minutes of the previous meeting	<i>Report</i>	Chair	
	a) Meeting held on 03 August 2023			14:00
	b) Meeting held on 17 October 2023 (Part 2)			05 mins
	<i>Purpose: To approve the minutes of the meeting held on 03 August and 17 October 2023</i>			
CG065/23	Matters Arising	<i>Presentation</i>	Chair	
	<i>Purpose: To consider any matters arising not included anywhere on agenda.</i>			
CORE BUSINESS				
CG066/23	Our Voice Change Programme	<i>Presentation</i>	James Mawrey	14:05 15 mins
	<i>Purpose: to receive the Operational Update from the Chief Operating Officer</i>			
CG067/23	Our Charity Video	<i>Presentation</i>	Sarah Skinner	14:20 05 mins
	<i>Purpose to receive the Our Charity Video</i>			
CG068/23	Governor Quality Committee Chair's Update	<i>Verbal</i>	Cttee Chair	14:25 05 mins
	<i>Purpose: To receive the Governor Quality Committee Update</i>			

CG069/23	Governor Elections 2023	<i>Presentation</i>	Sharon Katema	14:30 05 mins
	<i>Purpose: To receive an update on the Governor Elections</i>			
CG070/23	Governor Feedback	<i>Verbal</i>	All	14:35 10 mins
	<ul style="list-style-type: none"> • NHS Providers Core Skills Training Session • BoSCA 			

*Purpose: To **receive** feedback from governors*

Proposed resolution :

That representatives of the press and other members of the public be excluded from the remainder of this meeting having regard to the confidential nature of the business to be transacted.

Chair

PART 2 - Closed Session

CG071/23	Non-Executive Director Terms and Conditions	<i>Report</i>	DCG	14:45 10 mins
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CONCLUDING BUSINESS

CG072/23	Any Other Business	<i>Verbal</i>	Chair	14:55 05 mins
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*Purpose: To **receive** urgent business not included on the agenda*

Date and time of next meeting:

15:00 CLOSE

Thursday 01 February 2024 at 2pm in BICS Room 1&2

Chair: Niruban Ratnarajah

Draft Council of Governors Notes of the Meeting

Held on Microsoft Teams

03 August 2023 at 14:00

(Subject to the approval of the Council of Governors meeting on 07 December)

Present

Name	Initials	Title
Niruban Ratnarajah	NR	Chair
Champak Mistry	CM	Public Elected Governor
David Barnes	DB	Public Elected Governor
Deborah Parker	DP	Public Elected Governor
Dorothy Kenworthy	DK	Public Elected Governor
Grace Hopps	GH	Public Elected Governor
Imteyaz Ali	IA	Public Elected Governor
Jack Ramsay	JR	Public Elected Governor
Janice Drake	JD	Public Elected Governor
Kayonda Ngamaba	KN	Public Elected Governor
Oboh Achioyamen	OA	Public Elected Governor
Pauline Lee	PL	Public Elected Governor
Sumirna Cusick	SC	Public Elected Governor
Catherine Binns	CB	Staff Governor
Lindiwe Mashangombe	LM	Staff Governor
Ann Schenk	AS	Appointed Governor
Jane Howarth	JH	Appointed Governor
Leigh Vallance	LV	Appointed Governor

In Attendance

Name	Initials	Title
Fiona Noden	FN	Chief Executive
James Mawrey	JM	Director of People
Rae Wheatcroft	RW	Chief Operating Officer
Malcolm Brown	MB	Non-Executive Director
Martin North	MN	Non-Executive Director
Rebecca Ganz	RG	Non-Executive Director
Sharon Katema	SK	Director of Corporate Governance
Sharon White	SW	Director of Strategy, Digital and Transformation
Tracey Garde	TG	Freedom to Speak Up Guardian
Adrian Wrigley	AW	QSHE Associate Director, iFM Bolton
Victoria Crompton	VC	Corporate Governance Manager

Apologies

Name	Initials	Title
Bilkis Ismail	BI	Non-Executive Director
Jackie Njoroje	JN	Non-Executive Director
Alan Stuttard	AS	Non-Executive Director
Annette Walker	AW	Chief Finance Officer
Tracy Holliday	TH	Staff Governor
Francis Andrews	FA	Medical Director
Sue Moss	SM	Staff Governor
Martin Anderson	MA	Staff Governor
Alan Yates	AY	Public Elected Governor
Gary Burke	GB	Public Elected Governor
Janet Whitehouse	JW	Public Elected Governor

AGENDA ITEM	DESCRIPTION	Action Lead
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PRELIMINARY BUSINESS

CG044/23 Chair's Welcome and Note of Apologies

The Chair welcomed Governors and attendees to the meeting adding he was happy to be leading the organisation and looked forward to working with Governors going forward.

NR highlighted this would be the last meeting for Janet Whitehouse, Leigh Vallance, Dawn Hennefer, Jane Howarth, Tracey Holliday, Martin Anderson and Janice Drake who had completed their final terms. He also welcomed the new Local Authority Governors Cllrs Samantha Connor and Abdul Atcha.

CG045/23 Declaration of interests concerning agenda items

There were no declarations of interests in relation to the agenda items.

CG046/23 Minutes of the previous meetings

The Council of Governors reviewed the minutes of the meetings held on 25 April and 04 July 2023. It was noted the meeting on 04 July was not quorate and would therefore not require approval.

The minutes from the meeting held on 25 April had previously been circulated virtually and there were no objections received.

RESOLVED:

The Council of Governors **approved** the minutes from the meeting held 25 April 2023.

CG047/23 Matters Arising

NR advised there was an action from the last meeting regarding legal advice following refusal by a Non-Executive Director (NED) to sign the Code of Conduct.

It was noted this would be in breach of the Constitution and would be a matter for the Council of Governors to consider, as it would potentially result in the removal of the NED from Board.

CORE BUSINESS

CG048/23 Operational Update

The Chief Operating Officer provided an operational update and the following key points were highlighted:

- The Trust continued to reduce the number of patients with no criteria to reside with community teams working hard to support patients to be discharged as quickly as possible.

- The Trust is working to reduce the number of patients with no criteria to reside by expediting discharges with the help of community teams.
- A&E attendance has decreased by 3.7% compared to the previous year, but this has not improved performance in A&E, with the Trust falling behind the four-hour target by 2% compared to the regional average.
- There has been insufficient progress in reducing 12-hour waits, with the Trust's performance being over 3% worse than the regional average.
- Patient wait times for treatment are concerning, with 32 patients waiting over 78 weeks and 554 waiting more than 65 weeks, and overall waitlists and long-term waits are increasing.
- Industrial action has contributed to the growing backlog and waiting list.
- The majority of those on the waiting list are aged 19-64, and 25% have no recorded ethnicity, which the Trust plans to address.
- The rate of patients not attending outpatient appointments is slightly higher than the national average.
- There is a notable concern with the timely diagnosis of cancer patients, particularly due to workforce gaps in Breast Radiology, though efforts are being made to improve performance.

It was noted that there was a recognition of health inequalities, and the need for better data representation and understanding to improve patient health outcomes. This issue extends beyond the Trust and requires a systemic approach.

GH commented the issues around delayed cancer treatment was a concern for patients. AS added Healthwatch had also picked up a concern that cancer patients were unable to access dental care prior to their cancer treatment commencing and Healthwatch would be meeting the Chair of the Dental Association to discuss the issue. LV advised additional monies had been identified by the Government in order to create additional NHS dental appointments, anyone across the country would be able to register, and information would be shared when available.

NR thanked Governors for their comments and the points raised adding there was a whole variety of people who enter the system to seek care. The number of those facing deprivation may in fact may be much larger than the organisation is aware, as some may not be accessing help and care.

RESOLVED:

The Council of Governors **received** the operational Update.

CG049/23 Green Plan

Adrian Wrigley, QSHE Associate Director, iFM Bolton provided a presentation on the Green Plan. The following key points were highlighted:

- The Green Plan is a strategic document, detailing how the Trust plans to meet the 2040 carbon net-zero requirements to deliver a net-zero NHS.

- The Green Plan has 12 categories with 71 targets; the plan was published and available to the public on the Trust website.
- The Trust had completed or was on track to complete 70% of the actions. Although a number of actions remained not on track, and the organisation needed to recognise the financial implications of some key actions and the timescales of delivering to reduce the carbon emissions by 80%.
- A review was being undertaken to establish whether the completed actions reduce the organisational emissions for electricity, natural gas, oil, water usage, waste emissions, transport emissions, steam and the total emissions.
- With a positive sustainability culture and governance in place, the Trust would be on course to complete a high number of actions, however, the complicated and high-cost actions will require a greater understanding of the site, current technologies, available funds and supporting strategies such as the clinical practice strategy to understand how we proceed with our Estates and Facilities actions.

RG queried which actions would make the most impact in reducing the organisations carbon footprint. AW advised it would be by being less reliant on steam power. There were a number of opportunities available to support the organisation further and discussions were being held with GM regarding accessing Public Sector Decarbonisation Funds (PSDF).

OA asked how the Trust would publicise the good work being undertaken to reduce its carbon footprint and achieve net-zero. AW stated Green Plan was available on the Trust website. It was agreed more could be done to publicise the work and this would be discussed with Communications Team.

GH queried whether the £300k to convert Trust vehicles to electric included supporting community staff to change their vehicles. AW confirmed this was the cost for changing the estates and security fleet to electric. RW advised community staff use their own vehicles and AW added that a Green Travel Plan was being developed by the Trust.

OA asked about the waste disposal and advised the Trust did not send waste to landfill, and had a Waste Working Group.

DB advised the Local Authority had a Climate Change Strategy and with climate change being a public health issue, it was important to publicise the issue along with the consequences of not undertaking the actions.

RESOLVED:

The Council of Governors **received** the Green Plan

CG050/23 CQC Initial Feedback

The Chief Executive Officer provided a presentation outlining the initial feedback following the CQC Well-led inspection, which had taken place on 07 – 09 June 2023. Initial verbal and written feedback was outlined along with the areas to be included as requiring improvement. The immediate actions which had been completed were highlighted along with the next steps which would be taken.

DB queried whether Governors would be involved in the governance review. FN advised they would be included in the Governance review covering the Board of Directors and Council of Governors. A programme to support the development of the Council of Governors was also being prepared which will commence in Autumn when new Governors are in post.

SK added the Good Governance Institute who were completing the governance review would also be considering governance at divisional level to ensure there was consistency across the whole organisation.

SW advised governors the draft Clinical Strategy would be presented at the Governor Strategy Committee in September and at Board of Directors in November for final approval.

JR queried the impact of not having a Lead Governor. FN advised it would be a decision for the Council of Governors as to whether they wanted to continue with the Lead Governor role. The two sub-committee chairs previously undertook this role quite successfully, and it was agreed as this was a period of transition with governors leaving and new governors being elected it would be appropriate to discuss this matter later in the year. FN added the Lead Governor role was established to provide a contact for Monitor if it was required. The Lead Governor should not act as the Chair of the Council of Governors or represent any other governors.

OA asked how governors could communicate with each other. SK advised as governors had an FT e-mail address there were no restrictions on contacting each other via the global e-mail address list.

NR stated he had held a very positive staff governor meeting and encouraged all governors to drop in and see him either individually or as a group. He was usually in the office on a Wednesday.

RESOLVED:

The Council of Governors **received** the CQC Initial Feedback

CG051/23 Freedom to Speak Up Annual Report

The Director of People introduced Tracey Garde, Freedom to Speak Up Guardian, who presented the Freedom to Speak Up (FTSU) Annual Report, which provided an update

on activity within the Trust during the period 01 April 2022 – 31 March 2023. JM thanked TG for her continued work on Freedom to Speak Up and for completion of the Annual report.

TG advised there were 186 FTSU cases within the reporting period, which was an increase of 32 from the previous year. The most common theme was around behaviour and nurses had raised the most concerns. 33 concerns were raised by BAME colleagues, which equates to 17.7%.

70% of concerns had an initial response within an hour of being received, 86.5% received an initial response within four hours and 94.6% within 48 hours.

Feedback sought from those who had raised FTSU concerns was positive with the majority advising they felt they were taken seriously and were addressed appropriately.

The Staff Survey 2022 highlighted the Trust scored above the national average for staff feeling secure in raising a concern about unsafe clinical practice; however, this score had declined both within the Trust and nationally. There was also a decline in staff feeling confident the organisation would address any concerns raised.

OA queried whether it was possible to ascertain the number staff from an African background who were raising concerns. TG advised the information could be obtained as staff complete a pro-forma when they raise a concern which requested their personal information. OA added as there were differing cultural backgrounds it was important these staff were supported differently. TG added the organisation had a BAME staff network and she had been working to build positive relationships with the newly recruited international nurses.

PL commented some staff still appeared to be concerned around confidentiality during the FTSU process and asked what could be done to alleviate these worries. In addition, if there were low numbers of BAME staff raising concerns what actions were being completed to ascertain the reasons for this. TG stated confidentiality was taken very seriously, but to support staff to raise concerns the Trust had put in place a reciprocal agreement with GM to allow Bolton FT staff to speak with their FTSU champions and vice versa. TG advised she was unaware of any breaches of confidentiality during the FTSU process. TG added the number of concerns raised from BAME staff did correlate with the proportion of staff at the Trust, and was increasing on a month by month basis.

TG advised National Freedom to Speak Up month would be taking place in October and stories from those who had been through the process would be shared which would be difficult due to confidentiality, but staff could advise on the process.

JM confirmed the People Committee receive the Freedom to Speak Up report quarterly and himself, FN and MB meet monthly with TG to discuss cases and he was unaware of any confidentiality issues.

RESOLVED:

The Council of Governors **received** the Freedom to Speak Up Annual Report

CG052/23 Board Committee Chair Updates

Quality Assurance Committee

The Chair of the Quality Assurance Committee Chair Reports from the meeting held on 19 July 2023. The following key points from the July meeting were highlighted:

- There had been an improvement on the number of pressure ulcers with no category three or four reported for six months. An increase in the number of category two pressure ulcers had been seen, but this is likely to be linked to the increased focus, detection and intervention, and reduction in category three.
- There were two Serious Incident investigations ongoing with one being overdue and the remaining nine on track to be completed within the 60-day receipt by families' timeframe.
- The call bell systems on wards continued to be replaced. Mitigations were in place for those areas who had not had the new system fitted.
- There had been agreement to proceed to withdraw the use of the Medical in Reach Team to answer 2222 calls to GMMH and SRFT. RW stated there was an existing SLA in place for this, but it lacked detail. Consideration would be given as to what service could be provided going forward.
- A working group had been established to consider clinical correspondence and JN would be the Non-Executive Director representative on the group.
- There had previously been a backlog on Serious Incident outstanding actions. This had been worked on and there were now just three outstanding actions.
- The Quality Assurance Committee received Chair Report from the Clinical Governance and Quality Committee, Risk Management Committee, Group Health and Safety Committee and Safeguarding Committee.

Audit Committee

MB also presented the Audit Committee Chair Report from the meeting held on 28 June 2023. The key highlights from the meeting were:

- Audit Committee Annual Report had been received which reviewed the work of and performance of the committee for 2022/23 in satisfying its terms of reference.
- The Internal Auditors (PWC), presented the Audit Opinion report for 2022/23. The report set out the internal audit work carried out during the last financial year and provides the Head of Internal Audit Opinion. The Internal Auditors advised for both Bolton NHS Foundation Trust and iFM Bolton Ltd their opinion was reasonable/moderate assurance. It was noted this is the second highest rating used by Internal Auditors.
- The Annual Report and Governance Statement were received which provided an overview of Bolton NHS Foundation Trust performance and achievements for the previous year.

- The Audited Annual Accounts were received for 2022/23, which showed a year-end surplus of £2.8m.
- The External Auditors (KPMG) presented their year-end report for 2022/23. Overall, the Auditors did not identify any major issues arising from the audit of the accounts and had not identified any significant weakness in the arrangements to secure value for money.

RESOLVED:

The Council of Governors **received** the Quality Assurance Committee and Audit Committee Chair Reports

CG053/23 Governor Quality Committee Chair Update

The Governor Strategy Committee was held on Tuesday 11 July 2023 and Chaired by Grace Hopps. Agenda items included:

- Nursing, Midwifery, AHP and HCs Enabling Priorities 2022-2024
- Children’s Services

The next meeting is due to take place on Tuesday 07 November 2023 at 5pm.

RESOLVED:

The Council of Governors **received** the Governor Quality Committee Chair update.

CG054/23 Governor Elections 2023

SK provided an update on the Governor elections 2023. Elections would be taking place in the following constituencies:

Constituency	No of Vacancies	Submitted Nominations	Status
Staff: AHPs and Scientists	One	One	Elected unopposed
Staff: Nurses and Midwives	Two	One	One candidate elected unopposed
Public: Bolton North East	Four	Four	Four candidates elected unopposed
Public: Bolton West	Four	Seven	Contested Election
Public: South East	One	Two	Contested Election

The voting packs would be despatched on Monday 07 August with the election closing on Thursday 31 August and results would be received on Friday 01 September.

RESOLVED:

The Council of Governors **received** the Governor Elections update.

CG055/23 Governor Feedback

DB advised he had taken part in a BoSCA assessment which was good experience. GH confirmed she had also taken part in a BoSCA assessment on M2, which she enjoyed and would recommend Governors getting involved in these assessments.

Proposed resolution: that representatives of the press and other members of the public be excluded from the remainder of this meeting having regard for the confidential nature of the business to be transacted

CONCLUDING BUSINESS**CG057/23 Any Other Business**

None

The Annual Members Meeting would be held on Monday 16 October 2023. The next Council of Governors meeting would be held on 07 December 2023.

Name	Role	Sep	Nov	Dec	Feb	Mar	Apr	July	Aug
Present									
Donna Hall	Chair	✓	*	✓	✓	A			
Niruban Ratnarajah	Chair							✓	✓
Oboh Achioyamen	Public Governor		✓	✓			✓	A	✓
Rizvana Aftab	Public Governor		✓	A					
Imteyaz Ali	Public Governor		A	A		A	A	A	
Martin Anderson	Staff Governor	A	A		A	A	✓	A	A
Susan Baines	Appointed Governor			A	✓				
David Barnes	Public Governor	✓	A	✓	✓	A	✓	A	✓
Catherine Binns	Staff Governor			A	✓		✓	A	✓
Sumirna Cusick	Public Governor			✓	✓	A	✓	✓	✓
Gary Burke	Public Governor			✓	✓	✓	✓		A
Janice Drake	Public Governor	✓	✓	✓	✓	✓	✓	A	✓
David Edwards	Public Governor	✓	✓	✓	✓	✓	A	A	
Mohammed Iqbal Essa	Public Governor		✓	✓	✓	✓	✓	A	
Dawn Hennefer	Appointed Governor	✓	✓	A	✓	A	A	A	A
Tracey Holliday	Staff Governor	✓			✓	A	✓	A	A
Grace Hopps	Public Governor	✓	✓	✓	✓	✓	✓	A	✓
Jane Howarth	Appointed Governor						A		✓
Dorothy Kenworthy	Public Governor			A		A		A	✓
Pauline Lee	Public Governor	✓	✓	A	✓	✓	✓	A	✓
Lindiwe Mashangombe	Staff Governor		✓	✓	A	✓	✓	✓	✓
Kevin McKeon	Appointed Governor	✓		A	✓	✓			
Champak Mistry	Public Governor			✓			✓		✓
Karen Morris	Public Governor	✓	✓						
Susan Moss	Staff Governor	A	A	A	A	A	✓	A	A
Samir Naseef	Appointed Governor	A	A	A	A	A	A	A	A

Kayonda Hubert Ngamaba	Public Governor	✓	✓	✓		✓	✓	✓	✓
Deborah Parker	Public Governor		✓	✓	✓	✓	✓	A	✓
Jack Ramsay	Public Governor	A	✓		✓			A	✓
Ann Schenk	Public Governor	✓	✓	A	✓	✓	A	A	✓
Jim Sherrington	Public Governor	A	A	✓	A	A	✓		
Leigh Vallance	Appointed Governor	A	✓	✓	✓	✓	✓	✓	✓
Janet Whitehouse	Public Governor	✓	✓	✓	✓	✓	✓	A	A
Alan Yates	Public Governor	✓	✓	A		✓	A	A	A
In Attendance		Sep	Nov	Dec	Feb	Mar	April	July	Aug
Zada Ali Shah	NED	A	*	A	A	*			
Francis Andrews	Medical Director	A	*	✓	A	*	✓	A	A
Malcom Brown	NED	A	*	✓	A	A	✓	A	✓
Victoria Crompton	Corporate Governance Manager	✓	✓	✓	✓	✓	✓	✓	✓
Rebecca Ganz	NED	A	*	A	✓	*	A	✓	✓
Bilkis Ismail	NED	A	*	✓	✓	✓	A	A	A
Sharon Katema	Director of Corporate Governance	✓	✓	✓	✓	✓	✓	✓	✓
James Mawrey	Deputy CEO / Director of People	A	*	✓	✓	*	✓	✓	✓
Jackie Njoroge	NED / Deputy Chair	A	✓	✓	A	✓	✓	✓	A
Fiona Noden	Chief Executive	A	*	✓	✓	✓	✓	✓	✓
Martin North	NED	A	*	✓	A	*	✓	✓	✓
Alan Stuttard	NED	A	*	✓	✓	*	✓	✓	A
Tyrone Roberts	Chief Nurse	A	*	✓	✓	*	✓	✓	A
Annette Walker	Chief Finance Officer	A	*	A	✓	*	✓	✓	A
Rae Wheatcroft	Chief Operating Officer	A	*	✓	A	*	✓	A	✓
Sharon White	Director of Strategy, Digital and Transformation	A	*	A	✓	*	✓	✓	✓

*Attendance not required