

**Item 3****Council of Governors (in Public)****minutes**

**Minutes of the Meeting of the Council of Governors held on Tuesday 7th March 2023 at 1pm  
(in the Conference Room and via Microsoft Teams)**

**Present:**

Val Davies  
Lynne Addison  
Michelle Beaver  
David Bromilow  
Dorothy Burgess  
Joan Burgen  
Terence Comerford  
Megan Cromby  
Ray Davis  
Sharon Faulkner  
Dr Neil French  
Elaine Holme  
Peter Humphrey  
Denis McAllister  
Rachael McDonald  
Allan Pemberton  
Dot Price  
Stephen Storey  
James Roberts  
Dusty Rhodes  
Peter Wareham  
Trevor Wooding

Chair  
Public Governor – Rest of England & Wales  
Staff Governor – Registered and Non Registered Nurses  
Public Governor - Merseyside  
Public Governor - Merseyside  
Public Governor – North Wales  
Public Governor - Merseyside  
Staff Governor – Non Clinical  
Public Governor - Merseyside  
Staff Governor – Registered and Non Registered Nurses  
Nominated Governor – University of Liverpool  
Public Governor - Merseyside  
Public Governor - Merseyside  
Public Governor – Cheshire  
Staff Governor -Non Clinical  
Public Governor – Cheshire  
Staff Governor – AHP, Technical and Scientific  
Public Governor - Cheshire  
Nominated Governor – Liverpool City Council  
Public Governor – North Wales  
Public Governor – North Wales  
Senior Governor/Public Governor - Merseyside

**In attendance:**

Nicholas Brooks  
James Bradley  
Jonathan Develing  
Margaret Carney  
Serena Chee  
Gill Donnelly  
Jonathan Mathews  
Karen Nightingall  
Sue Pemberton  
Christian Ottensmeier  
Dr Raphael Perry  
Louise Robson  
Michael Shackcloth  
Jane Tomkinson  
Karan Wheatcroft

Non Executive Director  
Deputy Chief Finance Officer  
Director of Strategic Partnerships  
Non Executive Director  
Respiratory Consultant, University of Liverpool  
Membership & Communications Officer (minutes)  
Jonathan Mathews  
Chief People Officer  
Director of Nursing, Quality & Safety  
Professor of Immuno-Oncology, University of Liverpool  
Medical Director/Deputy CEO  
Non Executive Director  
Consultant Thoracic Surgeon  
Chief Executive Officer  
Director of Risk & Improvement

Kate Warriner

Chief Digital Information Officer

**Apologies for absence:**

Wendy Caulfield  
Karen Higginbotham  
Princey Santhosh

Nominated Governor – Friends of Robert Owen House  
Nominated Governor – LJMU  
Staff Governor – Registered and Non Registered Nurses

1.

**Opening Matters**

The Council of Governors meeting was conducted using a hybrid approach where governors could attend in person or via video conferencing to ensure ease of access. In order to conduct this meeting efficiently, the papers were produced as usual and in accordance with the business cycle and distributed on 24th February 2023 by e-mail, and post to those who had requested this.

A template was circulated in advance for each Governor to complete individually. This gave each participant the opportunity to record comments and questions as they reviewed each paper prior to the meeting. Responses were collated and those questions/comments were raised by the Chair or referred to the Governor to raise during the course of the meeting. This pre-work had been particularly helpful for virtual meetings and enabled the Council of Governors meeting to be conducted efficiently given the number of participants. Governors also received the opportunity to attend a pre meeting for 30 minutes prior to the meeting. The Chair also invited governors to make contributions during the course of the meeting. Governors attending virtually posed questions and made comments using the 'raise hand' or 'chat' functions on the video conferencing facility.

2.

**Apologies for absence**

Noted above.

3.

**Declarations of interest relating to Agenda Items**

There were no conflicts of interests declared.

4.

**Minutes of the Council of Governors (CoG) held on 6<sup>th</sup> December 2022**

The Council of Governors agreed the minutes were an accurate reflection of the meeting and **approved** these for the meeting held on 6th December 2022.

5.

**Action Log**

Action 1 – completed and closed. The Chair welcomed James Roberts, Nominated Governor – Liverpool City Council to the meeting.

Action 2 – progress had been made but this remained a priority to reduce acronyms and jargon in reports. Open.  
Action 3 – Completed and closed (update on agenda)  
Action 4 – Ongoing and open  
Action 5 – Completed and closed (update on agenda)  
Action 6 – Ongoing and open  
Action 7 – Ongoing and open  
Action 8 – Completed and closed

6.

### **Patient Story**

The Director of Nursing, Quality & Safety shared a video of a patient who had received aortic surgery here at the Trust. He praised the exceptional care he received which has also enabled him to undertake his second gruelling Atlantic rowing challenge later this year. Frank, our patient, was the oldest gentleman to row the Atlantic the first time. This uplifting story was well **received** by the Council of Governors.

7.

### **Targeted Lung and Cancer Update**

Christian Ottensmeier, provided a presentation on the programme of immune-oncology research in thoracic cancers underway. This was collaborative working between University of Liverpool, The Clatterbridge Cancer Centre and Liverpool Heart and Chest Hospital. It was noted that 1 in 8 cancers were lung cancer in our region and 56% of these patients die by 1 year. This important work included the Target Lung Study, which saw over 400 patients recruited by the Trust. This was a critical study to underpin this translational programme. Future plans included understanding how well the patient's immune system works and taking ideas into interventions before relapse. In addition to this, consideration will be given to how this may be moved to a pre-operative setting.

The Chair thanked Christian Ottensmeier, Michael Shackcloth and Serena Chee for their attendance, impressive presentation and work.

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

8.

### **Chair's Briefing**

The Chair discussed the outcomes of the Liverpool Clinical Services Review, recently published by the Cheshire and Merseyside Integrated Care Board (ICB). This had led to the establishment of a Broadgreen Site Committee. In addition to this the Acute Coronary Syndrome (ACS) work would report into this site committee.

The Council of Governors **received** the briefing.

9.

### **CEO Report**

The Chief Executive Officer (CEO) presented the report and discussed the ongoing challenges faced by the Trust and the wider healthcare system by industrial action. It had been notified planned industrial action from specific unions had been suspended e.g RCN & Unison. However, the junior doctor strike would still be going ahead. Planning for this was progressing to ensure patients and staff were kept safe.

It was added that the inaugural Research and Innovation committee meeting was scheduled shortly. It was explained that this was a board level committee and that feedback from this would be provided at future meetings.

The CEO highlighted that the focus across the healthcare system was very much on creating plans for 2023/24. It was expected that there would be no patients waiting 65-week next year. At Liverpool Heart and Chest Hospital the target would be to achieve no longer than 52 weeks.

The financial challenges were going to be significant moving forward in terms of ensuring the Cheshire & Merseyside Integrated Care System (ICS) achieves break even.

There was a discussion from governors around the role that Jane Tomkinson had taken up in December 2022 supporting the Countess of Chester as the Accountable Officer on an interim basis. It was explained that the initial timescale for this appointment was a period of six months at which point a review would be undertaken. The Chair added that there would be a robust process for the review planned in May 2023 and a report would be brought to the Remuneration Committee (Execs). The CEO added that the Trust's mutual aid for the Countess of Chester had been well received by the Cheshire and Merseyside Integrated Care Board and NHS England.

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

10.

## **Strategy and Service Improvement**

### **10.1 CoG Objectives**

The Director of Risk and Improvement presented the report which detailed the progress the Council of Governors had made against their 2023 objectives. It was noted that good progress had been made to date.

There was a suggestion made from governors to include that governors had reported on participation following attendance at NHS Providers workshops and training. This addition would be made.

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

GD

## 10.2 Planning Guidance

The Chief Operating Officer provided a presentation on the annual planning guidance for 2023/24. The first submission for the annual plan had been submitted in February and the key objectives/priorities were:

- Recovering core services and productivity
- Reducing elective long waits and cancer backlogs, and improving performance against the core diagnostic standard
- Making progress in delivering key ambitions in the Long Term Plan (LTP)
- Continuing to transform the NHS for the future.

It was added that the finance plan also formed a key part of the plan and the need for the ICS to conclude the year at a break-even financial balance.

Louise Robson, Chair of the Integrated Performance Committee (IPC) and Non Executive Director explained that the annual plans had been discussed at length at the last IPC meeting. Appropriate scrutiny had been given to the plans including a detailed look at the plans down to divisional level. The Chair added that this provided assurance to the Council of Governors that the plans were well thought out and well planned.

Following a conversation from governors it was confirmed that agency spend was low for the Trust and currently under 2%. This would be monitored through the IPC. There was a discussion around the Trust's mandatory training target. The Chief Operating Officer noted that the levels of completion currently stood at 94%. Good progress continued to be made and this was monitored through the Gold Command meetings on a regular basis. Plans were in place to improve this further.

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

## 10.3 Liverpool Clinical Services Review

Jonathan Develing, Director of Strategic Partnerships provided a presentation on three outcomes of the Liverpool Clinical Services Review. In particular, he discussed the desire to enable fast-tracking of patients for emergency care and the ability to enhance early diagnostic of patients to ensure better and faster care. The Trust was currently working on developing the Acute Coronary Syndrome (ACS) pathway to enable this. In addition to this, enabling passporting to ensure patients get the right care when presenting much quicker. Lastly, the Director of Strategic Partnerships discussed In-reach services allowing for rapid speciality support to be available for clinicians at sites across Liverpool. It was added that these themes were not new to the Council of Governors and he had been pleased that these had been discussed at the joint development day at the end of 2022.

Following a conversation from governors it was noted that there had been concerns raised at the Cheshire and Merseyside ICB meeting presenting this report on the future provision for womens' services within Liverpool. However, the recommendations and actions taken forward by the Trust were not impacted by this and would be continued.

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

11.

## **Performance & Operations**

### **11.1 Strategic & Performance Dashboard**

The Chief Operating Officer (COO) presented the strategic and performance dashboard and noted that 19 indicators were red on the dashboard at present. It was added that quarter 4 had been the most challenging period for both the Trust and wider NHS due to the industrial action.

It was added that robust plans and process were in place to manage the forthcoming junior doctor strike action. It was added that the Trust was in a very strong position. The COO provided assurance that plans had been discussed at board level and were in place, to address the indicators that had not been achieved, and were highlighted red on the dashboard.

It was clarified, following query, that junior doctors affected any medical staff under Consultant level. It was added that the strikes would directly impact the service model of the Trust.

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

### **11.2 Finance Report**

The Deputy Chief Finance Officer (DCFO) presented the Finance Report at the end of month 10 (31<sup>st</sup> January 2023). The Trust was reporting a surplus £3,480k at the end of this time period. This was significantly above plan (£1,540k) and driven by unplanned interest payments and additional income.

Following discussion it was noted by the Deputy Chief Finance Officer that the Trust had agreed with the Integrated Care Board that this improvement would also generate additional capital allocation for 2023/24 as an incentive for generating increased surplus.

There was a question from governors as to the reason behind the increased income from the Welsh commissioner and it was noted by the DCFO that the activity had been higher and greater than pre-covid levels.

The CEO explained there would be expectation for the Trust to continue supporting the system financially.

Finding the balance between working collaboratively and ensuring Trust objectives were achieved would be key.

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

### **11.3 Patient & Family Support Team – Quarterly Report**

The Director of Nursing, Quality & Safety presented the complaints report for quarter 3. It was noted that there had been 10 formal complaints, 62 contacts comprising of 41 informal concerns and 21 requests for information and 24 compliments. Of the 10 formal complaints received two remain under review, due to the complexity of information required to enable a response to the complainant.

The Director of Nursing, Quality & Safety thanked the Patient and Family Support team and Matrons for their role in ensuring that informal concerns were resolved at that level.

The Council of Governors **received** the report.

## **12.**

### **Governor Issues**

#### **12.1 Feedback from Network/Engagement Events**

Dorothy Burgess, Public Governor- Merseyside discussed a successful Cardiovascular Disease (CVD) prevention event for Womens' Institute (WI) in Ainsdale that had been organised via the Membership and Communications Sub Committee. Thanks was offered to Zoe McIntosh and Elaine Gossage from the Strategic Partnerships team who had facilitated the session, which had been attended by over 60 participants.

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

#### **12.2 Board Self-Certifications including Corporate Governance Statement**

The Director of Risk and Improvement presented the report and explained that Boards are required to ensure that they have in place effective systems to ensure compliance with the provider licence. This report was an annual declaration in respect to the licence provisions.

There was a suggestion from governors that the Governor Mentoring scheme was included in Section 7 of the report. It was confirmed by the Director of Risk and Improvement that this would be incorporated.

The Council of Governors **received** the report.

KWh

### **12.3 Licence Condition G4: Fit and Proper Persons Requirement**

The Director of Risk and Improvement presented the report which provided confirmation that 23 out of a possible 23 governors had completed the annual 'fit and proper persons' self-declaration with no concerns raised. It was added that all the confirmed criteria had been met.

The Council of Governors **received** the report.

### **12.4 Annual Review of Register of Interests**

The Chair presented the annual review of the register of interests. It was noted that the arrangements for the governors to declare interests were detailed within the report.

The Council of Governors **received** the report and confirmed there were no material conflicts.

### **12.5 Governor Elections 2023**

The Chair highlighted that Notice of Election would be given for twelve governor seats on 11<sup>th</sup> May 2023. It was hoped that all affected governors would like to re-stand for a further term. However, the Chair noted that Trevor Wooding, Senior Governor would be stepping down from the role at the Annual Members Meeting on 25<sup>th</sup> September 2023. This was due to reaching the maximum term of office (three terms). The Chair added that if any Public Governors were interested in taking on the additional role to get in touch with her personally.

The Council of Governors **received** the report.

13.

## **Working Groups**

### **13.1 Membership and Communications**

Elaine Holme, Chair of the Membership and Communications Sub Committee presented an update from the last meeting. It was highlighted that all key performance indicators had been achieved year to date.

Elaine Holme thanked the team that had been involved in the event held on 1<sup>st</sup> March for the Women's Institute in Ainsdale. This had been made possible by the hard work and dedication of Dorothy Burgess, Public Governor – Merseyside.

It was added that the Trust's newsletter had been renamed to LHCH Matters. The newsletter had been formerly known as Members Matters and it was felt this would include everyone with an interest in Liverpool Heart and Chest Hospital.

A Membership and Community calendar for 2023/24 was also presented to the Council of Governors. Volunteers



were invited to support the range of events scheduled for the year.

Following discussion from governors, Elaine Holme added an application had been made to NHS Providers for their forthcoming annual Governor Focus Conference. The application focused on the work of the sub committee and governors to improve population health and in particular CPR and CVD Prevention sessions held recently.

The Director of Risk and Improvement added she had attended the last meeting and thanked all involved for their enthusiasm in taking this work forward.

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

### **13.2 Feedback from Development Groups**

None raised

### **13.3 Staff Governor Group**

The Chair thanked Staff Governors for attending the last meeting in February. It was added that more clarity would be provided in relation to the purpose of this meeting to support newer staff governors.

Allan Pemberton, Public Governor – Cheshire noted that he was aware that NHS Providers were organising a session specifically for staff governors in the near future.

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

VD

14.

## **Committee Updates**

- **Audit Committee**

Julian Farmer, Chair of the Audit Committee and Non Executive Director presented the update and shared that there had been a good performance by the Trust in terms of the internal audit conducted by Mersey Internal Audit Agency (MIAA) and recommendations had been implemented as planned. In addition to this, good arrangements were assessed to be in place for HFMA NHS financial sustainability report. Good progress against the plan in Anti Fraud update and plan was being delivered in line of expectations for the external audit update.

- **Charitable Funds Committee**

Item deferred to meeting on 6<sup>th</sup> June 2023.

- **Quality Committee**

Nick Brooks, Chair of the Quality Committee provided an update and commended the work so far delivered

on the Quality and Safety strategy as excellent progress and improvements had been made in the swallowing assessment from stroke patients, tracheostomy care and incident reduction from introduction of closed loop medication.

- **People Committee**

Margaret Carney, Chair of the People Committee provided an update and highlighted that improvements were being seen following focus on medical induction, engagement and culture. This follows GMC survey results. Retention continued to be a key area of focus for the committee and significant work was underway. As discussed earlier in the meeting industrial action continued to impact the workforce. Following a discussion from governors, the Chief People Officer confirmed that relationships seemed to be settled within the Trust with regards to the strike action.

Feedback from Governors was positive regarding the recent NED Led Development session on the People Committee. The Chair thanked Margaret Carney for leading this session.

- **Integrated Performance Committee**

Louise Robson, Chair of the Integrated Performance Committee provided an update and explained the last meeting had been held earlier that day. The key focus has been on considering the performance reports, finance and annual planning in detail.

The Council of Governors **received** the updates.

15.

**NED Walkabouts**

Julian Farmer, Non Executive Director noted a number of NED walkabouts had taken place and had been accompanied by Governors. Feedback from these had been that they had been useful for NEDs and Governors and well received. A schedule for 2023/24 was being produced and would be shared with governors in due course.

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

NH