

Board of Directors (Public)

Item 7.4

Subject: Annual Evaluation of Council of Governors
Date of meeting: Tuesday 26th January 2016
Prepared by: Gill Donnelly, Membership and Communications Officer
 Lucy Lavan, Associate Director of Corporate Affairs
Presented by: Lucy Lavan, Associate Director of Corporate Affairs

BAF Ref	Impact on BAF Risk Rating
3	None

1. Executive Summary

The annual evaluation of the Council of Governors was undertaken through a series of workshop sessions held with Governors on 18th November 2015. The key output from this day has been a refinement of the governance arrangements and working practices that support Governors in their roles, a review of the Council of Governor objectives for 2015 and an agreement of priorities for the 2016 objectives.

The attached paper provides a summary of the work undertaken on 18th November 2015 (part of the day involved a joint development session with the Board of Directors) and summarises the key themes and action points. Since the development day the draft objectives set for 2016 have been worked up further by the Governance Task Group and will be considered by the full Council for approval at its next meeting on 1st March 2016.

2. Evaluation Summary

The 2015 objectives had been met with regular monitoring of progress at Council meetings. Governors considered the detail of the infrastructure in place to support them in delivering their duties and have made some refinements in light of the review. Overall, it was concluded that the Council continued to operate effectively with excellent interaction between the Council and the Board. The Governance Task Group was charged with reviewing the format and content of the performance reports in further detail; considering the composition of the Council of Governors in light of unfilled vacancies and further articulating the proposed objectives for 2016. This work has now been completed for review by the Council of Governors on 1st March 2016.

3. Objectives for 2016

The draft objectives for 2016 for the Council of Governors are summarised as follows:

- **Holding to Account** - to incorporate the review of documentation received at Council of Governor meetings, implementation of changes to the Council of Governors infrastructure e.g. interest group format and governor contributions to the procurement and delivery of the 'Well Led' review.
- **Representing Members and Public** – to increase visibility of the calendar of membership engagement of events, make enhancements to the membership newsletter and the implementation of the succession plan for the governor sub committees.
- **Strategic Options Appraisal** – for governors to engage with the strategic options appraisal and effectively challenge the Board of Directors to help shape the strategic future of LHCH.
- **CQC Inspection** – embracing the governor role and contributions to the CQC visit including introduction of 3 nominated Public Governor Champions representing the 3 Governor interest groups.

These final objectives will be brought forward to Council of Governors meeting on 1st March 2016 for approval.

The attached report was received by the Council of Governors in December 2015 and is provided to the Board of Directors for information.

4. Recommendations

The Board of Directors is asked to note the report.

Board of Directors Development Day – 18th November 2015

1.0 Introduction

The annual Joint Council of Governors and Board of Directors Development Day was held on Wednesday 18th November 2015. 13 Governors out of 23 attended for the full day and 2 attended for part of the day. All members of the Board of Directors were present for the joint session in the afternoon.

The purpose of this paper is to provide a summary of the work undertaken at the joint development day and to set out the proposed themes for objectives of the Council of Governors for 2016.

2.0 Summary of Themes Discussed:

2.1 Review of Objectives 2015

Governors present reviewed the five objectives and identified some key points or actions to take forward:

- **Public Accountability**

It was agreed that this objective had been achieved. The following points were noted:

- Patient and family engagement events are valued as a useful way to engage but more advance notice of these would be helpful (action GD).
- Membership events are evaluated at the Membership and Communications Sub Committee to ensure the opportunities for governors to engage are optimised (action MB).

- **Strategic Planning**

It was agreed that this objective had been met, with many opportunities for Governor involvement in strategic planning.

It was noted that whilst there had been governor representation on the Mutuels Project and new Inpatient Entrance Scheme, some governors felt that more feedback to the wider CoG would be useful.

It was noted that updates on the Mutuels work had been provided at CoG meetings held in September 2014, December 2014 and March 2015.

Plans for the new main entrance had been discussed at Chair's meetings, the combined meeting of the Council of Governors and Annual Members' Meeting (October 2015) and via the Members Matters newsletter. Vera Hornby has been Governor representative on the design group.

- **Quality Governance Framework/Well Led**

This objective had been met:

- Governors had valued the presentations provided by Non Executive Directors relating to assurance committees and would like this to continue.
- On-going development provided for Governors is effective.
- Council of Governors had been briefed on the preliminary work undertaken by the Board in relation to the well led self-assessment.

- **Staff Engagement**

Governors confirmed this objective had been met through various channels as highlighted in the CoG Objectives Update report (brought to CoG on 1st October 2015). These include the regular staff governor meetings, governor involvement in main entrance project and the monthly annual awards and governor walkabouts.

The outstanding matter of producing a leaflet to promote staff governors was actioned at the Membership and Communications Group meeting on 12th November 2015.

- **Organisational Performance**

This objective had been met, Governors noted that:

- Utilising the time before Council of Governor meetings is important to enable triangulation and support governors in their duty to hold the Non Executive Directors to account. Therefore it was agreed that interest groups should start at the earlier time of 11.30am, allowing 30 minutes prior to the meeting to meet the Non Executive Directors. This change will take effect in 2016.
- Information provided to Governors is clear, transparent and easily understandable, however it was recognised that the format and content of the integrated performance dashboard is iterative and worthy of ongoing review and that the Governance Group will meet in 2016 to progress this.

2.2 Annual Evaluation of Council of Governors

2.2.1 Governor Skills Audit

Governors completed the attached skills audit and those who did not attend have been asked to complete this as soon as possible, returning to Gill Donnelly, Membership and Communications Officer.

2.2.2 Interest Groups

Governors discussed the role of interest groups and agreed the following actions:

- As noted above, Interest groups will in future commence at an earlier time of 11.30am and finish by 12.30pm. There will then be opportunity to network with Non Executive Directors prior to Council of Governors meeting which starts at 1pm. Walkabouts will continue and a list of areas visited will be circulated to Governors (action GD).
- There should be a Governor facilitator for each interest group to help ensure group is managed to time better – a role profile needs to be provided for this (action GD).
- Questions or topics should be emailed in advance to enable executives to provide session to meet Governors interests (action ALL).
- A key question for Governors to ask the executive providing the session to be 'what do you think we should be concerned about?' (Action ALL)

- Continue to keep the Quality and Patient and Family Engagement Interest Groups separate with provision of an overview of current topics/issues by Executive Directors (action Execs).
- Governors to rotate groups every twelve months to ensure all have opportunity to gain knowledge in each subject (action GD).
- Two strategic workshops to take place each year to ensure Governors are engaged in the strategic planning agenda (action NL/LL).

A revised Interest Group plan will be produced and roles assigned based on the Governor Skills Audit. This will take effect June 2016 as the forthcoming interest groups prior to Council of Governors will cover Care Quality Commission Inspection preparation (7th December 2015) and Strategic Planning (1st March 2016).

2.2.3 Performance Reports

Governors considered the existing report provided to Council of Governors meetings and a mock up report produced containing more narrative. Overall, Governors preferred the mock up version although agreed that going forward a task and finish group should consider this in more detail.

2.3 Objectives for 2016

The Council of Governors agreed there should be objectives around two key themes for 2016:

- Holding to Account
- Representing Members and Public.

Further consideration and clarity around this will be given by the Governance Task and Finish Group and outcomes brought to the Council of Governors meeting on 1st March 2016 for approval.

2.4 Strategic Planning Session with Board of Directors

The afternoon session was valuable for Governors providing an opportunity for the Board of Directors to share challenges, opportunities and thinking for future direction.

Governors supported on-going work to be part of a collaborative future subject to decisions being based on robust information. Plans to move ahead with a Strategic Options Appraisal were supported.

Neil Large, Chairman thanked Governors for attending and for their contributions which are making significant difference to the way the Trust delivers care.

3. Recommendation

The Council of Governors are asked to note the contents of the report and outcomes of the joint development day:

- i) Completion and closure of 2015 objectives.
- ii) The Governance Task and Finish Group will be re-convened to look at:
 - Improving Performance Reporting
 - Configuration of Interest Groups
 - Finalising the 2016 Objectives

The conclusions of this task and finish group will be brought to the Council of Governors meeting on 1st March 2015 for approval.