

Council of Governors (in Public)

Item 8.2

Subject: Joint Board of Directors and Council of Governors
Development Day, 10th November 2020

Date of meeting: Tuesday 1st December 2020

Prepared by: Gill Donnelly, Communications and Membership Officer and
Lucy Lavan, Director of Corporate Affairs

Presented by: Lucy Lavan, Director of Corporate Affairs

1.0 Executive Summary

This paper documents the work undertaken by Governors on 10.11.20 to:

- Evaluate the effectiveness of the Council of Governors in 2020;
- Ensure that the structures and working arrangements in place to support the operation of the Council of Governors are fit for purpose and use Governor skills to best effect (in the context of the ongoing coronavirus pandemic and the restrictions that this has imposed);
- Set objectives for the Council of Governors for 2021;
- Consider with the Board of Directors, the infection and prevention measures in place and recovery and reset work following the first wave of the Covid 19 pandemic; along with work in progress to deliver the LHCH Strategy – Patients , Partnerships and Populations; and priorities for implementing the NHS People Plan.

The discussions throughout the day concluded that the Council of Governors had met its objectives for 2020 as far as was possible in the unusual and challenging circumstances. Actions and objectives that had been paused since the start of the Covid 19 pandemic would be incorporated into 2021 objectives. New objectives for 2021 were considered and Governors took opportunity to engage with the Board around the recovery plans for non-Covid activity; and implementation of the Trust's long term strategy and strategic objectives. A summary of the day's work and recommendations for approval are set out below.

2.0 Background

The annual Joint Council of Governors and Board of Directors Development Day was held on 10th November 2020. The morning session was for Governors only, with the Board Directors joining for the afternoon session. 18 (out of 25) Governors attended the day. (Attendance list attached at Appendix 1). This year's session differed from previous years with the meetings being held online for safety reasons, due to the national lockdown and social distancing restrictions currently in place.

The objectives for the day were agreed and the session began with an 'ice-breaker' introductory exercise which provided opportunity for governors to get to know each other.

The remainder of the day was then structured around the objectives as listed in 1.0 above, with a summary of the discussions and actions documented below.

3.0 Summary of Themes Discussed

3.1 Annual Evaluation of the Collective Performance of the Council of Governors 2020

Governors discussed progress against the 2020 objectives and agreed that despite very challenging circumstances the majority of these had been met. Two areas within the membership and engagement strategy objective had been paused due to the pandemic and would be re-visited again in 2021. This included the revision of the membership strategy and running the planned calendar of health awareness and recruitment events in the local communities. A summary of the governors' assessment of what worked well and what could work better was described in respect of each 2020 objective.

- **To hold the Non Executives to account for the performance of the Board of Directors**

Governors felt that there was strong openness and candour between the Council of Governors and the Board of Directors.

It was noted that the annual induction day was held on 26.10.20 and this was a valuable session in explaining the role of the governor to newly elected governors.

It was discussed that there continued to be a number of opportunities for the Council of Governors to hold the Non Executive Directors to account for the performance of the Board. However, it was noted that this had become more challenging during the course of the year as Council of Governor meetings had moved entirely virtual for safety reasons and to comply with restrictions and social distancing. It was also noted that governors were always welcome to attend to observe Board of Directors meetings held in public. It was added that Non Executive Directors continued to provide regular updates on the work for the relevant assurance committees at quarterly Council of Governor meetings. This was in addition to the annual joint development session. It was discussed that an additional mechanism to provide opportunity for governors to have discussion with the Non Executive Directors would be organised by the Chair and is explained in 3.2 below.

It was recognised that the role of a governor is often challenging and in particular understanding the boundaries between holding the Board of Directors to account and becoming involved in operational management.

The Council of Governors confirmed they were happy overall with the level of information provided by the Trust and felt this provided a good overview of what is required for the Council of Governors to successfully hold to account. It was noted that a jargon buster continues to be useful for governors.

- **To ensure effective succession plans are in place for Chair and NEDs**

It was noted that the Council of Governors had played an important role in the Board Succession Plan in 2020. Governors had played a key role in the Chair's appraisal and NED succession plans in 2020. One NED tenure had been renewed for a 12 month period in view of the pandemic and a plan for Chair succession had been agreed for implementation in 2021.

- **To engage effectively with the process for transformational change, maintaining an understanding of the wider systems work and consequential governance implications for LHCH**

Governors confirmed that they had felt engaged and informed in the process of transformational change via a range of methods including both the formal Council of Governors meetings and informal Chair's Lunch Meetings. Governors had felt involved and engaged in the development of the long term strategy 'Patients, Partnerships and Populations.'

- **To review and refresh the Membership and Engagement Strategy through Membership and Communications Sub Committee**

The remit of the Membership and Communications Sub Committee was discussed and it was noted that Elaine Holme had taken on the role of Chair of the Membership and Communications Sub Committee. Dorothy Burgess would deputise in Elaine's absence. It was explained that the planned programme of membership community events had been put on hold this year due to Covid 19. However, communication with members had continued throughout. The sub committee had recently met for the first time (online) since January 2020 due to the pandemic and the first virtual health talk would take place on 16th November 2020. The refresh and review of the membership strategy has been rescheduled and would take place in 2021. **(GD, EH, LL)**

3.2 Ensure that Governors are equipped for their role

Lucy Lavan, Director of Corporate Affairs highlighted the current infrastructure of Council of Governors and that all meetings were now held online due to the ongoing Covid 19 pandemic.

It was explained that the governor development groups and walkabouts had been temporarily suspended due to the restrictions of Covid 19. However, communication had been increased with governors during the pandemic with an increased frequency of Chair's Lunch meetings and fortnightly Chair's Bulletins. The increased frequency of this communication had been very well received by governors. It was also noted that the use of the hospital's social media channels had been excellent in sharing messages to patients and public during the course of the pandemic.

It was emphasised that whilst the governor role was not to be confused with operational responsibility, governors must feel that they have the freedom to speak up to the Chair or Lucy Lavan, Director of Corporate Affairs if they have any concerns.

Governors also highlighted that the regional and national opportunities e.g NHS Providers Governor Focus Conference and Govern Well were extremely valuable and ideal for benchmarking with other trusts.

On the whole Governors felt the communication that they received from the Trust was very clear and easy to follow and they valued the range of opportunities to support them in carrying out their role. However, it was discussed that an additional opportunity for governors to interact with NEDs to support their role of holding them to account would be beneficial. It is therefore proposed that five NED-led groups would take place early 2021 to focus on the Terms of Reference of each Board Assurance Committee. Governors would be assigned to one of five

discussion groups - Audit, Quality, Finance / Performance, People or Charitable Funds, each group led by the Non Executive Chair of the respective Assurance Committee. Governors were invited to indicate their preferences and this would be taken into account in assigning governors to each group. Please see Appendix 2 for the membership proposal for these development groups. **(NL,LL,GD)**

It was also noted that an informal mentorship arrangement had been in place for new governors since 2019/20 and the merits of making this a more formal arrangement going forward were discussed. Governors were invited to express an interest in having a governor mentor or in becoming a mentor to a new governor. Whilst there were several offers from governors to mentor others, there were no requests received from the public governors to receive mentoring at this time. However a match has been arranged for one of the new staff governors to be mentored by an experienced staff governor. This will be piloted over the next six to twelve months with the two governors then asked to evaluate the process and feedback at next year's development day. **(RMc, DP)**

Governors were invited to consider if they would be interested in joining the Membership and Communications Sub Committee or Nominations and Remuneration Committee (NEDs) as both meetings would benefit from new membership. In particular, staff governor representation on the Membership and Communications Sub Committee was required. **(ALL)**

The Nominations and Remuneration Committee had sufficient members at the current time but this would be kept under review given the work needed on succession planning in 2021.

Neil Large, Chair highlighted some of the future challenges for the Trust and added this was the most challenging period he has ever known in the NHS particularly working through the re-set and recovery from Covid 19.

3.3 2021 Council of Governor Objectives

From discussions on the day the following objectives are proposed for 2021:

- i) **To successfully induct and integrate new governors into Council of Governors**
 - Induction Day was held on 26th October 2020 and an important method of induction.
 - Induction Pack was now available electronically for new and existing governors.
 - All new governors to attend a one to one meeting with Chair and Director of Corporate Affairs.
 - New Governors to be offered mentoring support from a more experienced governor for their first 6-12 months in office.
- ii) **To ensure effective succession plans are in place for Chair and Non Executive Directors**
 - Ensure membership of the Nominations and Remuneration Committee (NEDs) contains the skill mix and experience required and provide training if needed
 - Implement the Chair and NEDs Succession Plans -two NED tenures end in 2021 and the Chair's tenure ends in March 2022

- Ensure national frameworks for Chair and NED remuneration are followed per national guidance
 - Complete the Chair's Appraisal
- iii) **To hold the Non-Executive Directors to account for the performance of the Board of Directors**
- Seek assurance in relation to maintaining CQC standards and subsequent action plans along with financial sustainability and staff health and wellbeing including mental health during this challenging period.
 - Be aware of new CQC inspection regime requirements which are expected to be implemented in 2021
 - Ensure governors receive the right information to enable them to hold to account effectively (CoG agenda / papers and access to Board of Directors meetings held in public).
 - Governors to attend and observe Board of Directors meetings
 - Convene NED-led groups in early 2021 to discuss the terms of reference of each the key Board committees and to better understand the role of the NED – Audit, Quality, People, Finance / Performance and Charitable Funds.
- iv) **To refresh and deliver our membership strategy**
- Review and refine to ensure optimum representation of membership
 - Delivery of a programme of virtual health awareness events to support social distancing and involve communities as far as is possible. Topic areas to support LHCH strategy and fit in with prevention work e.g. Atrial Fibrillation. Events to be planned to coincide with relevant national or international awareness events.
 - All Governors to support the programme of engagement events.
- v) **To engage effectively with the Board of Directors and to support the positioning of LHCH in the wider health system such that strategic plans are aligned to the delivery of the best models of care for patients and families.**
- Input to annual plan and engage in wider systems development through joint development day, planning updates at Council of Governor meetings, members survey 2021 and more regular chair's lunch meetings.
 - Governor focus on the development of patient pathways and population health. There is a potential for difficult decisions putting wider population needs ahead of LHCH interests.
 - Be aware of the changes to regulation and CQC focus on how individual trusts are operating within the wider system
 - Covid 19 pandemic recovery.

3.4 Strategic Planning Session with the Board of Directors

The Chair welcomed Kerry Turner to share her patient story. Kerry explained her emotional experience and thanked Liverpool Heart and Chest Hospital for saving her husband's life when he had recently suffered a heart attack. She thanked the Switchboard team who she described as her unsung heroes. Nothing had been too much trouble to them in her hours of need and they endeavoured to keep her updated during this worrying time. Kerry also thanked the staff on both Elm and Birch Wards who gently reassured her during her husband's stay that he was protected from Covid 19. This was particularly important and appreciated as visiting was not permitted during this time.

Jane Tomkinson, CEO opened the joint development day and noted that it was a very different development day to usual years and that focus over recent months has very much been on responding to challenges of Covid-19.

Dr Raphael Perry, Deputy CEO and Medical Director provided a presentation on the Trust's enhanced infection prevention measures to reduce/eradicate covid outbreaks. He discussed the six point plan which had been agreed by Gold Command and incorporated segregation, barrier nursing, cleaning regimes and schedules, testing and staff hygiene and workwear (PPE).

It was explained that a strategy for patient and staff testing had been implemented since the end of March 2020 and a robust programme of fit testing for staff had been co-ordinated by the Education team and this had been exemplary. Other general measures had included ward reconfigurations, virtual clinics, virtual multi-disciplinary team meetings, compulsory mask wearing from 15th June and social distancing.

It was noted that additional infection prevention measures had been introduced to reduce the risk of nosocomial infections and outbreaks of Covid. For example, daily temperature checks had been introduced for all staff, compulsory mask wearing for staff, masks for patients when possible, further stringent cleaning including bathrooms and strict social distancing in coffee/break rooms and canteens. There is also now instant analysis of data available using a new Covid dashboard and a daily 3pm meeting with heads of departments to check progress.

Karen Edge, Chief Finance Officer provided a presentation on the recovery and reset programme which explained the Trust's focus on restoring elective activity to pre-covid levels. It was explained that a range of digital factors were an important part of the recovery including use of virtual clinics and remote monitoring (ECG and pacemakers). It was added that the Trust continued to offer mutual aid to the wider healthcare system and had recently been assisting Liverpool University Teaching Hospitals with upper gastrointestinal, liver cancer and vascular surgery. It was added that a Critical Care surge plan had been prepared, wards reconfigured, additional telemetry, nursing support plan and additional measures are in place to ensure good communication with patients.

An important part of this recovery would be to ensure excellent health and wellbeing support for our staff. In addition to this, equipping our people to be an agile workforce and ensuring a more blended approach to working at home and onsite.

It was added that 50% of clinical trials had now restarted following the suspension of all research activity earlier in the pandemic as requested by NIHR. The recovery was also to ensure financial sustainability with the covid financial regime 20/21 implemented. This would take into account the financial impact of covid specific costs, recovering activity and addressing waiting times and new ways of working. The Chief Operating Officer added that all patients on the waiting list are reviewed and rated based on clinical condition.

Jonathan Develing, Director of Strategic Partnerships provided an update on LHCH 5 Year Strategy 'Patients, Partnerships & Populations'. It was noted that the published document had been cascaded and governors had received a copy. An interactive session was provided highlighting progress to date in Covid testing, flu vaccinations and Cath Lab development programme. The Cheshire and

Merseyside Happy Hearts information resources have been made available and an information leaflet would be circulated to governors shortly. **(JD)**

It was noted that wider healthcare system working is no longer theoretical but necessary and the benefit of working as a system has been proven during the Covid pandemic e.g. mutual aid, transfers of care and 'hot' and 'cold' sites.

Steven Colfar, Assistant Director of Education & Organisational Development presented an update on the NHS People Plan and the key priorities for LHCH in 2020/21 were categorised within the 4 pillars of the plan:

- Looking after our people with quality health and wellbeing support for everyone
- Belonging in the NHS with a particular focus on the discrimination that some staff face and to embrace diversity and inclusion
- New ways of working – capturing innovation much of it led by our NHS people
- Growing for the future – how we recruit, train and keep our people and welcome back colleagues that want to return.

It was explained that the draft People plan objectives for 2020/21 would be brought to the Board of Directors in due course and that the Council of Governors would continue to be kept updated.

Neil Large, Chair closed the session thanking governors for attending the event and sharing their thoughts on both sessions during the course of the day. He also thanked the Directors for joining the session and for providing governors with the opportunity to engage with the reset and recovery from Covid 19 and the Trust's strategic objectives.

4.0 Recommendation

The Council of Governors is asked to note to contents of the report, actions identified and to approve the 2021 objectives (section 3.3).

Joint CoG and BoD Development Day 10.11.20

In Attendance :

Governors - public :

Mark Allen, Public Governor – Cheshire
Lynne Addison, Public Governor – Rest of England & Wales
Peter Brandon, Public Governor - Cheshire
Joan Burgen, Public Governor – North Wales
Dorothy Burgess, Public Governor – Merseyside
Terence Comerford, Public Governor - Merseyside
Elaine Holme, Public Governor – Merseyside
Peter Humphrey, Public Governor - Merseyside
Allan Pemberton, Public Governor – Cheshire
Lindsey Van Der Westhuizen, Public Governor - Cheshire
Dusty Rhodes, Public Governor – North Wales
Rachel Glynn Williams, Public Governor - Merseyside
Trevor Wooding, Senior Governor

Governors – staff:

Megan Cromby, Staff Governor – Non Clinical
Dr Rebecca Dobson, Staff Governor – Registered Medical Practitioners
Sharon Faulkner, Staff Governor – Registered & Non Registered Nurses (pm only)
Dorothy Price, Staff Governor –AHP, Technical and Scientific
Rachael McDonald, Staff Governor – Non Clinical

Neil Large – Chairman
Lucy Lavan – Director of Corporate Affairs
Gill Donnelly – Membership and Communications Officer

Apologies:

Apologies – Wendy Caulfield, Charlie Cowburn, Ian Jones, Cllr Sharon Connor, Peter Wareham, Princey Santhosh and Hollie Swann.

Directors (PM only):

Jane Tomkinson, CEO
Dr Raphael Perry, Deputy CEO/Medical Director
Karen Nightingall, Chief People Officer
Marga Perez Casal, Director of Research & Innovation
Hayley Kendall, Chief Operating Officer
Sue Pemberton, Director of Nursing & Operations
Jonathan Develing, Director of Strategic Partnerships
Karen Edge, Chief Finance Officer
Steven Colfar, Assistant Director of Education & OD
Kate Warriner, Chief Digital Officer

Julian Farmer, Deputy Chair

Nick Brooks, NED
Bob Burgoyne, NED
Mark Jones, NED

Apologies : Karen O'Hagan, NED