

Item 3 Combined General Meeting of the Council of Governors and Annual Members' Meeting 2023

minutes

Date of Meeting: 25th September 2023
Time: 4pm
Venue: Meeting held via Microsoft Teams

Present:

Board Directors: Val Davies/Chair
Jane Tomkinson/Chief Executive Officer
Nicholas Brooks/Non Executive Director
Bob Burgoyne/Non Executive Director
Margaret Carney/Non Executive Director
Jonathan Develing/Director of Strategic Partnerships
Karen Edge/Chief Finance Officer
Julian Farmer/Non Executive Director
Jonathan Matthews/Chief Operating Officer
Karen Nightingall/Chief People Officer
Sue Pemberton/Director of Nursing & Quality
Dr Raphael Perry/Deputy Chief Executive & Medical Director
Louise Robson/Non Executive Director
Kate Warriner/Chief Digital Officer
Karan Wheatcroft/Director of Risk & Improvement

Governors: Ray Davis/Public Governor – Cheshire
David Bromilow/Public Governor - Merseyside
Wendy Caulfield/Appointed Governor-Friends of Robert Owen House
Elaine Holme/Public Governor -Merseyside
Sharon Faulkner/Staff Governor – Registered & Non Registered Nurses
Dr Neil French/Appointed Governor – University of Liverpool
Elaine Holme/Public Governor - Merseyside
Peter Humphrey/Public Governor – Merseyside
Denis McAllister/Public Governor - Cheshire
Allan Pemberton/Public Governor-Cheshire
Stephen Storey/Public Governor - Cheshire
Trevor Wooding/Senior Governor & Public Governor – Merseyside

In Attendance: Auditors:
Georgia Jones – Grant Thornton (Auditor)

Members-Staff & Public:

Ian Balmer – Public Member - Merseyside
Gillian Donnelly/ Membership & Communications Officer (Minutes)
Lynsey Jackson/ Staff Member – Non Clinical
Harry Vlasman/ Staff Member – Non Clinical
Mark Webster/ Public Member- Cheshire
Dorcas Akeju/Public Member - Merseyside
Caroline Smith/Public Member - Merseyside

Apologies for Absence:

Lynne Addison/Public Governor – Rest of England & Wales
Joan Burgen/Public Governor – North Wales
Dorothy Burgess/Public Governor - Merseyside
Terence Comerford/Public Governor - Merseyside
Megan Cromby/Staff Governor – Non Clinical
Karen Higginbotham, Nominated Governor - LJMU
Rachael McDonald/Staff Governor-Non Clinical
Dot Price/Staff Governor – AHP, Technical and Scientific
Dusty Rhodes/Public Governor – North Wales
Princey Santhosh/Staff Governor – Registered and Non Registered Nurses
Peter Wareham/Public Governor – North Wales

1. Welcome and Introduction

The Chair welcomed members and attendees to the Combined Annual General Meeting of the Council of Governors and Annual Members' Meeting 2023. The meeting was conducted in a virtual format offering attendees the opportunity to attend, regardless of their location, via Microsoft Teams. The meeting provided an opportunity to share the results of the previous year whilst looking forward to future plans for the Trust.

2. Apologies for absence:

As noted above.

3. Minutes of the Combined Council of Governors and Annual Members Meeting 2022 held on 26th September 2022

The minutes of the Combined Council of Governors and Annual Members meeting held on 26th September 2022 were **approved** as an accurate record.

There were no matters arising.

4. Board of Directors' Reports

4.1. Receipt of Annual Report and Accounts 2022/23:

The Council of Governors and Members formally **received** the Annual Report and Accounts for 2022/23.

The Annual Report and Accounts for 2022/23 were available to download via the Trust's website www.lhch.nhs.uk or via the following link [LHCH Annual Report 2022-23](#).

4.2 Overview of the Year

Jane Tomkinson, CEO introduced [a video](#) which shared some key moments and highlights from 2022/23. This included celebrating being rated one of the best hospitals in the country in the CQC's National Inpatient Survey and in the NHS Staff Survey. The Trust was also awarded a winner in the HSJ Partnership Awards for the Most Impactful Project Addressing Health Inequalities.

The Director of Nursing, Quality & Safety highlighted some key achievements in 2022/23 which included:

- Being rated 2nd in the country and best in the North West for overall patient care, according to the NHS Inpatient Survey, published in September 2023
- LHCH was rated the top Trust in the country for a 'place to work' and 'staff engagement' and was in the top three trusts in the country for 'care is our top priority' and 'a place for treatment', in the NHS Staff Survey 2022, published in March 2023
- LHCH was a shortlisted finalist for Trust of the Year and the Staff Wellbeing Award at the HSJ Awards in November 2022
- Our Primary Care Heart Failure Project won Most Impactful Project Addressing Health Inequalities at the HSJ Partnership Awards 2023 for outstanding dedication to improve healthcare & effective collaboration with the NHS
- LHCH was awarded the NHS Pastoral Care Quality Award in January 2023.

The Director of Nursing & Quality noted that patient safety continued to be a top priority and was embedded in all we do at Liverpool Heart and Chest Hospital.

A number of quality improvements had been made during the year including:

- Be civil be kind – driving civility and embedding the civility charter
- Handover and documentation embedded
- Appointed new patient safety lead – beginning to work with patient safety leads in all areas
- Commenced patient safety training
- Completion of the learning database – beginning to embed into current processes
- Implemented the new national cleaning standards
- Appointed 2 patient safety partners to attend infection prevention and sharing and learning
- Implemented outreach team 24/7
- Implemented a medical emergency team out of hours
- Improved sepsis screening and treatment
- Improved medication safety – reduction in administration errors
- Improved the care of patients with delirium
- Developed the way in which we care for our patients with learning disabilities and autism
- Developed the role of patients in their own safety – falls
- Improved mouthcare for our patients
- Improved stroke care

- Review of leadership of key areas of patient care e.g. learning disabilities and autism, delirium, dementia, falls, care of patients with vision/hearing impairments
- Improved the care for patients with swallowing disorders

The Chief Operating Officer provided an overview of the year and highlighted the following achievements during the year:

- Cardiology Collaborative model
- Aorto-vascular mutual aid and planning
- High Risk Orthopaedic patients on the Broadgreen site
- Diagnostic strategy that aligns to community hub models
- Enhancement and expansion of screening programs (Targeted Lung Health Checks).

The Chief Operating Officer also noted that key work had been undertaken on waiting lists and improving outpatients. For example, workforce planning for niche procedures, 5-year capacity & demand modelling, MIAA outpatient transformation review, Bed Modelling & Flow work and Health Inequalities Data.

Another key focus had been on cancer and diagnostics and during the year a Clinical Lead for Cancer had been appointed along with work on navigational bronchoscopy, enhancement and expansion of screening programs (Targeted Lung Health Checks) and staffing for community diagnostic hubs/mutual aid.

The Chief Finance Officer presented the financial overview for 2022/23. It was explained that as the NHS recovers from the Covid-19 pandemic, elements of the simplified financial framework were maintained in 2022/23, most notably the retention of fixed contract sums from English commissioners. This core income was supplemented with Elective Recovery Funding (ERF). The Trust ended the year with an operating surplus of £3.2m and identified and delivered £3.4m of recurrent cost improvements efficiencies whilst maintaining outstanding quality of care. In addition to this the Trust invested £16.6m to improve our estate, facilities and environment. For a full set of our accounts, visit www.lhch.nhs.uk

The Chief People Officer highlighted the launch of the People Strategy in 2022-25 with a focus on four pillars: *Learning & Development; Recruitment & Retention; Culture & Wellbeing; EDIB.*

In addition to this, during the year there had been a culture transformation with the 'Be Civil, Be Kind' campaign. The results of the 2021 staff survey had been top in the country for staff engagement, health and wellbeing benefits had been enhanced for staff and the Trust had been shortlisted as finalists for five national staff engagement and wellbeing awards.

The Chief People Officer also highlighted the important work that the Human Resources, Learning & Development, Communications and Facilities teams had done behind the scenes to support delivery of patient care and colleagues in delivering this.

The Medical Director shared the following highlights from the year:

- The catheter lab phase three development has been handed over and capital monies have been allocated to fit out the seventh cath lab
- The endoscopic vein harvesting (EVH) program is being rolled out
- Collaboration over a single cardiology service for Liverpool has improved the acute pathways
- Waiting list management to ensure patient safety with harm reviews and potential for remote monitoring
- LHCH/Broadgreen site committee improving use of estate and plans for shared services.

The Medical Director added that high standards of Infection Prevention Control were maintained with low numbers of reportable infections; a robust water safety plan; sepsis KPIs achieved; accurate monitoring of surgical site infections and putting a robust action plan in place. In addition to this the Mortality Improvement group had driven standards and ensured deep dives into any alerts and HSMR (Hospital Standardised Mortality Ratio) had been normalised and raw mortality reduced to expected range.

During the year there had been a significant improvement in General Medical Council (GMC) trainee survey results and medical education. Internal regular meetings with trainees and internal surveys show improvement and the induction and mentoring had been improved.

The Chief Digital and Information Officer also shared some highlights from 2022/23 which include the Trust achieving HIMSS Level 6 accreditation, introducing electronic consent, rolling out Isla Care (remote monitoring for patients), faster signing on for staff, implemented new cloud based storage system and made a significant investment in cyber security.

The Director of Risk and Improvement also noted that it had been a successful year for Freedom to Speak (FTSU) and it was important that staff were able to speak up within the organisation. The Trust continued to be ranked highly for this with the national FTSU office.

4.3 Forward Look: Our Vision and Future Plans

Jane Tomkinson, CEO welcomed Jonathan Develing, Director of Strategic Partnerships to share an outline of the Trust's vision and future.

The Director of Strategic Partnerships referred to 'Patients, Partnerships and Populations' which was a five year strategy with real strategic intent and objectives true to the values and beliefs of how the Trust delivers care. It was noted that no matter how care was organised in the future be it collaboratives, networks, partnerships, devolved budgets or new financial regimes, changes in policy or approach we would always focus on delivery of the strategy.

The Director of Strategic Partnerships highlighted the Trust can collaborate and influence by:

- Sharing expertise and, where appropriate workforce.
- Improving access across all parts of the pathway
- Education and training
- Sustaining local services through networked arrangements
- Development of MDTs, in reach, outreach mutual aid
- Accountability for integrated clinical networks

- Explore new models including Lead Provider and Federated approaches
- Positioning C&M on the National and International Agenda
- Developing a new Trust 5-Year strategy in 2024.

It was also highlighted that clinical excellence, leadership and sustainability through network arrangements would continue to be a key focus.

4.4 Report of the Auditor: Audit Findings for Year Ending 31.03.23

Georgia Jones, Auditor at Grant Thornton presented the report of the auditor and highlighted the following with regards to the annual accounts:

- The Trust's financial statement gave a full and fair reflection of the financial position of the Trust and its income and expenditure for the year.
- Audit was a mix of remote working and some on site visits. Overall audit went well and Trust officers were supportive on the process.
- An unqualified opinion was given on 30th June 2023. The Annual Governance Statement (AGS) was consistent with our knowledge of the Trust, as was the Annual Report.
- It was added that the Trust has in place appropriate arrangements to secure Value for Money. Strong governance arrangements were in place.
- A small number of improvement recommendations were made including continuing to identify and prioritise CIP schemes, close work with the Cheshire and Merseyside Integrated Care System (ICS) to develop a medium term financial plan and ensuring the latest version of the Procurement strategy is completed and ratified as soon as possible.

The report of the auditor was **received** by those in attendance.

5. Council of Governor's Report

5.1 Governors' Report

Trevor Wooding, Senior Governor presented the Governors' Report and noted that the fundamental duty of the governors was to hold Non-Executive Directors to account for the performance of the Executive Board and to represent the interests of members and the wider community. Also, to monitor and approve significant transactions which could include acquisitions, mergers or dissolutions.

Over the last year or so the Council of Governors has actively supported the introduction and smooth transition of Val Davies into the role of Chair at the Trust. It was added that since last year the Covid restrictions, which limited 'face to face' contact within the hospital, had of course been lifted, so quarterly Council of Governor meetings were now held in a hybrid format, giving individual governors the option to attend in person or via an MS Teams link. However, governors have continued to hold most other meetings virtually, via MS Teams. This is more effective from a cost and time perspective, as well as minimising our carbon footprint.

During Covid governors used virtual technology to engage with members and community groups, but now we are gradually returning to 'face to face' events to deliver our agreed membership strategy.

In the last year governors have been strongly encouraged to attend internal and external training events, particularly those with NHS Providers, including the Governor's National Conference in London – the first face to face conference since 2019. a seminar facilitated by Mersey Internal Audit Agency (MIAA) where a lawyer from Hill Dickinson, also covered legal implications of the Health and Social Care Act 2022.

Governor training also included the annual induction day on 3rd October and the Joint CoG and BoD Development Day on the 8th November, where the Trust's Strategic Plans were reviewed along with Governor Objectives for the year. Governors have also been encouraged to attend Board Meetings held in public, either in person or virtually. Governors also commenced a mentoring programme for new governors to ensure that they have ongoing support from an experienced governor, as well as the invaluable support the Trust, especially about the impact of the Cheshire & Merseyside ICS and Integrated Care Board (ICB) and the number of other committees which have emerged alongside them.

Walkabouts for Governors have now been safely re-established led by a Non-Executive Director, providing invaluable links to wards and departments. Additionally, the NEDs who chair the five Assurance Committees have convened sessions over time to explain to governors the function & responsibility of their particular assurance committee.

Trevor Wooding, Senior Governor noted that today was his final day in the role, as he had served the maximum term of office of nine years in total. He offered his thanks to the team at the Trust for their support over the years and wished Elaine Holme the best of luck in taking on the Lead Governor role forward.

5.2 Membership Report

Elaine Holme, Public Governor – Merseyside and Chair of the Membership and Communications Sub Committee presented the membership report and noted that the Trust had exceeded the minimum target of 8,000 public members with 8,724 on 31st March 2023. It was added that the Membership & Communications Sub Committee:

- Oversaw the development and delivery of the Membership Strategy and supported effective communication and engagement with members e.g. LHCH Matters newsletter.
- Monitored the membership profile versus our patient and public population profile to help inform our recruitment and engagement plans.
- Planned and organised member recruitment and engagement events and evaluated their success to inform future plans.

During 2022/23 we held the following engagement and recruitment events:

- Virtual Talk for World Heart Rhythm Week – June 2022
- Disability Awareness Day in Warrington – July 2022 returned in person after a pause due to the covid 19 pandemic
- Liverpool John Moores University – October 2022
- CPR and Defibrillator Talk at Marine Football Club – November 2022
- Raising awareness of the importance of heart health in women on International Womens' Day – March 2023
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It was added that more successful events had followed since April 2023.

5.3 Appointments/Changes to the Board of Directors and Council of Governors 2022/23 and 2023 Election Results

Val Davies, Chair noted there had been a number of changes to both the Board of Directors and Council of Governors in 2022/23 and that these were also highlighted within the annual report.

The Chair noted the outcomes of the Governor Elections 2023 and congratulated the existing governors that had been re-elected and Ian Ferguson and Ian Balmer as Public Governors for Merseyside, Lynsey Jackson and Harry Vlasman as Staff Governors – Non Clinical and Dr Jonathan Kendall as Staff Governor – Registered Medical Practitioners.

The Chair also added his sincere thanks to Public Governors Trevor Wooding and Dorothy Burgess and Staff Governors, Megan Cromby and Rachael McDonald who were stepping down from the role of Staff Governor – Non Clinical at the end of this meeting.

5.4 Constitution Amendments

Trevor Wooding, Senior Governor presented the proposal to amend the Trust's constitution and noted that the Foundation Trust's powers had been amended to reflect legislation and in particular specific references to Integrated Care Board (ICB), inequalities and the power to establish joint committees. Proposed amendments included:

1. Replacement regulator references from "Monitor" to "NHS England".
2. Changes due to the new Code of Governance requirements including who to raise issues to initially, and the separation of the SID, Audit Committee Chair and Deputy Chair roles
3. Addition to the referral to panel section to ensure support to the governors.
4. Addition to the decision making on significant transactions, including the interests of the public at large which is reflective of the 'Addendum to Your statutory duties – reference guide for NHS foundation trust governors'
5. The references to signing minutes in person has been replaced with formal approval to reflect current practice.
6. The terminology "*Senior Governor*" has been replaced with "*Lead Governor*"

It was noted that following the review **no changes** were proposed to the composition of the Council of Governors.

Val Davies, Chair co-ordinated a vote and members unanimously **approved** the amendments to the constitution as detailed in the report and outlined above.

6. Patient Feedback

A video was shared which provided feedback from a number of patients that had shared their patient experience over the year. This can be [watched here](#).

7. Question and Answers

The Chair invited questions from those in attendance at the meeting.

Allan Pemberton, Public Governor – Cheshire commented on the fantastic work of the Trust and commended the team behind this.

Mark Webster, Public Member – Cheshire commended the leadership and work of the organisation which have led to excellent results for the Trust. There was a question around how widely the champion model is used in other areas as this had been successful in Freedom to Speak Up. The Director of Risk and Improvement explained this was used widely and in particular there were wellbeing and patient safety champions currently within the Trust. In addition to this, it was asked how does the trust, with such an outstanding results, strive to improve further. The CEO highlighted the important work underway to address health inequalities and improve population health including focusing on increasing prevention work and implementing the Trust's clinical strategy.

The Annual Report and Accounts 2022/23 were made available and could also be downloaded via the Trust website www.lhch.nhs.uk

The Chair thanked all present for their attendance and continued support which had been particularly valuable during challenging times for the NHS. In particular she paid tribute to all the staff and volunteers saying they were all very special people doing special things every day for our patients and their families. In addition to this she thanked the Chief Executive Officer and Executive team for their leadership and the Non-Executive Directors for their valuable contribution.