

Minutes of the Council of Governors Meeting

held on 18 May 2017, 5.00-7.00pm,

at the UNISON Centre, Rooms UG1 & UG2, Ground Floor, 130 Euston Road, London NW1 2AY

Present:

| | | |
|-------------------------|-------------------------|--|
| Marie Gabriel | Chair | |
| Zara Hosany | Public Governor, Deputy | Hackney |
| | Chair | |
| Kenneth Agyekum-Kwatiah | Public Governor | Newham |
| Shirley Biro | Public Governor | Newham |
| Norbert Lieckfeldt | Public Governor | Newham |
| Ernell Diana Watson | Public Governor | Newham |
| Roshan Ansari | Public Governor | Tower Hamlets |
| Nicholas Callaghan | Public Governor | Tower Hamlets |
| Terry Cowley | Public Governor | Tower Hamlets |
| Adrian Thompson | Public Governor | Tower Hamlets |
| Gohar Ghouse | Public Governor | Hackney |
| Edilia Emordi | Public Governor | Hackney |
| Mary Phillips | Public Governor | Luton |
| Keith Williams | Public Governor | Luton |
| Paul Feary | Public Governor | Bedford |
| Larry Smith | Public Governor | Central Bedfordshire |
| Robin Bonner | Staff Governor | |
| Katherine Corbett | Staff Governor | |
| Joseph Croft | Staff Governor | |
| Maria Eyres | Staff Governor | |
| Irene Harding | Staff Governor | |
| Simon Marsh | Staff Governor | |
| Neil Wilson | Appointed Governor | London Borough of Newham |
| Gary Tubb | Appointed Governor | Central Bedfordshire Unitary Authority |

Apologies:

| | | |
|---------------------|--------------------|---|
| Hazel Watson | Public Governor | Newham |
| John Bennett | Public Governor | Tower Hamlets |
| Steven Codling | Public Governor | Central Bedfordshire |
| Rosemary Eggleton | Public Governor | Central Bedfordshire |
| Rachel Hopkins | Appointed Governor | Luton Unitary Authority |
| Juliet Muzawazi | Staff Governor | |
| Kemi Rosiji | Public Governor | Rest of England |
| Damien Vaugh | Public Governor | City of London |
| Dhruv Patel | Appointed Governor | City of London |
| Rubina Shaikh | Public Governor | Bedford |
| Amy Whitelock Gibbs | Appointed Governor | London Borough of Tower Hamlets (Councillor for Bethnal Green) |
| Susan Fajana Thomas | Appointed Governor | London Borough of Hackney (Councillor for Stoke Newington) |

Absent:

| | | |
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| Adenike Abimbola | Public Governor | Hackney |
| Agunbiade | | |
| Sam Ali | Staff Governor | |
| Erika Thomas | Public Governor | Central Bedfordshire |

In attendance:

| | |
|------------------|--|
| Edwin Addis | Membership Manager (minutes) |
| Navina Evans | Chief Executive |
| Meena Patel | Membership Officer |
| Paul Calaminus | Chief Operations Officer |
| Kevin Cleary | Chief Medical Officer |
| Mohit Venkataram | Executive Director of Commercial Development and Performance |
| Steven Course | Chief Finance Officer |
| Jenny Kay | Senior Independent Director |
| Millie Banerjee | Non-Executive Director |

Public Members:

There were no members of the public in attendance

PART A: BUSINESS ITEMS

1. Welcome and apologies for absence

- 1.1 Marie Gabriel, Trust Chair, welcomed everyone to the meeting and noted the apologies as above.
- 1.2 Marie then provided an update on the recent cyber-attack on ELFT computer systems. Our IT team worked over the weekend so that staff could continue delivering services to patients. No patient appointments were cancelled. After the update, the following points were noted or clarified:
 - ELFT does not use the outdated XP operating system that is vulnerable to cyber attacks.
 - ELFT has not restricted access to online social networks.
 - There are two Non-Executive Directors with responsibility for ELFT's IT system.
 - NHS IT systems rely on the internet but we use the latest firewall and protection software.
 - ELFT's Chief Medical Officer Kevin Cleary is responsible for ensuring that patient identifiable information is kept securely and confidentially in line with requirements set out by the Data Protection Act 1998.
 - A thank you message on behalf of the Council of Governors will be sent to IT staff who worked hard on restoring ELFT's computer system after the cyber-attack.

2. Minutes of the previous meeting held on 23 March 2017

- 2.1 The minutes of the meeting held on 23 March 2017 were **AGREED** as an accurate record.

3. Matters Arising and Action Log

- 3.1 Marie Gabriel went through the action log and updated the Council on actions that are either closed or in progress.
- 3.2 ELFT's Quality Improvement (Qi) Team will host the Big Conversation with Governors on Thursday 22nd June 2017 at the Governors' Open Forum. The Big Conversation is a new initiative designed to collect important views from staff and governors to help ELFT redefine its mission and strategy. Governors agreed that they would discuss the Governors' Open Forum format.
ACTION: Zara Hosany

4. Quality impact of savings requirement (presentation)

- 4.1 Steven Course, ELFT's Chief Financial Officer, delivered the presentation that was circulated before the meeting. The following points were noted after the presentation:
 - No plans or changes were stopped because of ELFT's Quality Impact Assessments (QIA) in 2016-17.
 - The Council **AGREED** the appointment of Adrian Charles Thompson and Larry Smith to the Quality Impact Assessment (QIA) working group.
 - ELFT reviews patients who are affected by changes to services retrospectively to ensure that their needs are met.
 - Services are changed or reduced only after a thorough consultation and discussion with stakeholders and commissioners. ELFT cannot decommission services on its own.

5. Strategic Update

- 5.1 Mohit Venkataram, ELFT's Director of Commercial Development and Performance, outlined the key points from 'The Government's Mandate to NHS England for 2017-18' published by the Department of Health in March 2017. The mandate sets out the Government's objectives and requirements for NHS England, as well as its budget to help ensure the NHS is accountable to Parliament and the public.

5.2 After the presentation, the following points were noted/clarified:

- ELFT will ensure that mental health is firmly on the agenda of both Sustainability and Transformation Plans (STPs) we are part in: North East London (NEL) and Milton Keynes, Bedford & Luton (MKBL).
- The Trust will be participating in the development of national metrics for mental health and community health care trusts led by the NHS Improvement (NHSI).
- The Chair, and NHS Providers, have raised the importance of Governor involvement within the Trust's two Sustainability and Transformation Plans (STPs).

ACTION: Membership Team to circulate NHS Providers' material on this.

- Both North East London (NEL) and Milton Keynes, Bedford & Luton (MKBL) STPs are at early stages of development and ELFT will keep Governors informed about progress. ELFT's Chief Executive Dr Navina Evans is leading on mental health and she said that she welcomes Governors' interest in this important initiative and that our role is to create good working relationships with all partners in this process.
- Section 4.3 of the report lists priorities that members and governors told us about during our annual consultation events that took place earlier this year. This does not mean that services that are not listed there (e.g. Forensic services) are not one of ELFT priorities.
- There is recognition that the Trust is working hard on the control total.
- Organisations that came together to form NEL and MKBL STP footprints include: NHS providers, Clinical Commissioning Groups (CCGs), Local Authorities and other health and care services. STP footprints are geographic areas in which people and organisations will work together to develop robust plans to transform the way that health and care is planned and delivered for their populations.
- There is no time limit on STP partnerships currently. They are working on implementing priorities outlined in the NHS Five Year Forward View.
- It was confirmed that prevention was a key element including work to improve CAMHS with a clear investment plan.

6. Governor Qi Working Group

6.1 Newham Governor Norbert Lieckfeldt said that the new Quality improvement (Qi) working group had their first meeting on 8th May 2017. The members of this group are:

- Marie Gabriel (Qi sponsor)
- Zara Hosany (Qi coach)
- Norbert Lieckfeldt (Qi lead)
- Rubina Shaikh
- Ernell Diana Watson
- Kenneth Agyekum-Kwatiah
- Terry Cowley
- Mary Phillips
- Steven Codling
- Keith Williams
- Katherine Corbett

6.2 The focus of the Governors' Qi working group will be the impact of Governors (individual and collectively as a Council) on the Trust. For the current QI project, Governors decided to look into improvements in how we perceive our own impact and effectiveness. In order to establish a baseline for this project, Governors were asked to answer four questions individually and three open questions in small groups at their tables. Norbert will input all Governors' responses into an online survey tool which will be used to establish a baseline for

the project.

ACTION: Norbert Lieckfeldt

7. Nominations & Conduct Committee Report

7.1 Trust Chair and Non-Executive Directors left the room during this item.

7.2 Lead Governor Zara Hosany presented the annual evaluation of the Trust Chair and Non-Executive Directors and recommendations for their re-appointments and highlighted the following points from the report:

- The Committee were delighted with the performance of the Trust Chair and Non-Executive Directors (NEDs).
- Senior Independent Director Jenny Kay had coordinated the Trust Chair's appraisal and submitted her report to the Nominations and Conduct Committee. Section 4.0 of the report provides the summary of the Trust Chair's achievements.
- Trust Chair Marie Gabriel met with each Non-Executive Director to carry out their annual appraisal and set their objectives for 2017/18. A summary of their key personal contributions to the success of the Trust is set out in section 5.0 of the Committee's report.
- The Committee recommended to the Council the re-appointments of Non-Executive Directors Millie Banerjee and Jenny Kay for a second three-year term (1 November 2017 to 31 October 2020), and Kingsley Peter for a final one-year term (1 November 2017 to 31 October 2018), as set out in paragraphs 6.1 to 6.6 of the Committee's report.
- Following a successful year, the Committee recommended 1% cost of living pay award for all Non-Executive Directors and the Chair and that this is a consolidated pay award, as set out at paragraphs 7.1 to 7.4 of the report.
- At its meeting on 27 April, the Committee also reviewed the Council of Governors' Attendance Register, considered Governor responses to communications with the Chair and Membership Office regarding lack of attendance, and agreed appropriate actions in line with Council delegation.

7.3 After the Lead Governor's presentation, the following points were noted:

- Non-Executive Directors are appointed for up to two three-year terms, and then have been subject to annual re-appointment. There is no restriction in the Constitution or in law on how many terms NEDs can serve.
- As discussed at the Council meeting in March, the Council will be considering in July Governor terms and alongside it a possible third extended term for NEDs instead of annual re-appointments to ensure Board stability. For this reason the re-appointments for the Trust Chair Marie Gabriel and Vice Chair Mary Elford will be sought at the July meeting of the Council.
- The Committee has a delegated authority and uses a thorough process to appraise the Trust Chair and NEDs - their achievements that informed the Committee's decision to recommend their reappointment are listed in the report.

7.4 The Council:

- a) **NOTED** the outcome of the annual evaluation of the Chair;
- b) **NOTED** the outcome of the annual evaluation of the Non-Executive Directors;
- c) **APPROVED** the re-appointments of Non-Executive Directors Millie Banerjee and Jenny Kay for a second three-year term (1 November 2017 to 31 October 2020), and

Kingsley Peter for a final one-year term (1 November 2017 to 31 October 2018).

- d) **NOTED** that the re-appointment of Marie Gabriel and Mary Elford will be brought to the Council for approval at the July meeting;
- e) **APPROVED** the recommendation of the Nominations and Conduct Committee to 1% cost of living pay award for all Non-Executive Directors and the Chair and that this is a consolidated pay award; and
- f) **NOTED** the Governor Standards update.

8. Communications and Engagement Committee Report

The Council **NOTED** the report that was circulated for information.

9. Council of Governors' Forward Plan

The Council **NOTED** the plan that was circulated for information.

10. Council of Governors' attendance list

The Council **NOTED** the attendance list that was circulated for information.

11. Date and time of next meeting:

Thursday, 20th July 2017, 5.00-7.00pm

The meeting closed at 7.03pm