

Minutes of the Council of Governors Meeting

held on 21 July 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
Hazel Watson	Public Governor	Newham
Roshan Ansari	Public Governor	Tower Hamlets
John Bennett	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
Rubina Shaikh	Public Governor	Bedford
Steven Codling	Public Governor	Central Bedfordshire
Rosemary Eggleton	Public Governor	Central Bedfordshire
Robin Bonner	Staff Governor	
Katherine Corbett	Staff Governor	
Maria Eyres	Staff Governor	
Simon Marsh	Staff Governor	
Neil Wilson	Appointed Governor	London Borough of Newham
Gary Tubb	Appointed Governor	Central Bedfordshire Unitary Authority
Susan Fajana Thomas	Appointed Governor	London Borough of Hackney (Councillor for Stoke Newington)
Rachel Saunders	Appointed Governor	London Borough of Tower Hamlets
Rachel Hopkins	Appointed Governor	Luton Unitary Authority

Apologies:

Joseph Croft	Staff Governor	
Irene Harding	Staff Governor	Irene Harding
Kemi Rosiji	Public Governor	Rest of England
Damien Vaugh	Public Governor	City of London
Larry Smith	Public Governor	Central Bedfordshire

Absent:

Adenike Abimbola	Public Governor	Hackney
Agunbiade		
Sam Ali	Staff Governor	
Alexander Kuye	Public Governor	Hackney
Erika Thomas	Public Governor	Central Bedfordshire
Juliet Muzawazi	Staff Governor	

In attendance:

Edwin Addis	Membership Manager
Georgia Denegri	Interim Board Secretary
Keisha Ehigie	Trust Secretary (Minute taker)
Navina Evans	Chief Executive
Meena Patel	Membership Officer
Paul Calaminus	Chief Operations Officer
Kevin Cleary	Chief Medical Officer
Mason Fitzgerald	Director of Corporate Affairs
Mohit Venkataram	Executive Director of Commercial Development and Performance
Jenny Kay	Senior Independent Director
Millie Banerjee	Non-Executive Director
Paul Hendrick	Non-Executive Director
Mary Elford	Non-Executive Director, Vice Chair

Public Members:

There were no members of the public in attendance

1. Welcome and apologies for absence

- 1.1 Marie Gabriel, Trust Chair, welcomed everyone to the meeting and noted the apologies as above.

2. Minutes of the previous meeting held on 18 May 2017

- 2.1 The minutes of the meeting held on 18 May 2017 were **AGREED** as an accurate record subject to Item 5.2 being amended to read "*the Chair* had raised the importance of governor participation. Therefore there was no associated action.

3. Matters Arising and Action Log

- 3.1 Marie Gabriel went through the action log and updated the Council on actions that are either due or in progress. The following points were noted:
- 3.2 Action 89 – The meeting with staff governors had taken place just before the Council meeting and support for staff in the context of continuing Cash Release Efficiency Savings (CRES) had been discussed. A variety of suggestions had been discussed and these would be taken forward.
- Action 92 - The Big Conversation had taken place recently. Governors and staff were very engaged and the outcomes would be collated and circulated.

Matters Arising

- 3.3 Norbert Lieckfeldt, Public Governor, gave an update on the QI project which had been established to increase governor satisfaction. The following steps had been agreed:
- At each meeting Governors would be asked to complete a questionnaire providing feedback on their satisfaction levels;
 - A jargon buster had been collated and a jargon buzzer would be utilised whenever jargon was used during meetings;
 - At the end of the Council meeting, fifteen minutes would be allocated to 'Any Other Business' and Non-Executives and Executive Directors were asked to stay to the end of the meeting to help address any questions.

STRATEGIC ITEMS

4. Strategic Planning Update

- 4.1 Mason Fitzgerald, Director of Corporate Affairs, updated the Council on strategic planning activity within the Trust. The following points were noted:
- A report on the outcomes of the Big Conversation would come to the September Council. **ACTION: Mason Fitzgerald;**
 - It was noted that the North East London Sustainability and Transformation Partnership (STP) had formally launched as the East London Health and Care Partnership. It was likely that there would be a single accountable officer although the consultation on this was still ongoing and the details of the partnership were yet to be finalised;
- 4.2 The Council of Governors **RECEIVED** and **NOTED** the report.

5. Suicide Prevention

- 5.1 Kevin Cleary, Chief Medical Officer, provided a presentation titled 'A Zero Suicide Strategy' to the Council. The Trust was seeking to embark on a collaborative approach with other stakeholders to tackle suicide rates and asked the Council to consider whether they would

support a zero suicide strategy or a focus on an 18% (or similar) target reduction.

5.2 The following points were noted:

- That the current focus on the Trust's approach on suicide was as a result of a Governor raising a question at a Board meeting;
- There was a two year delay in obtaining suicide figures as they depended on a coroner's verdict at an inquest and this could be a lengthy process;
- The Council noted that lack of employment and social housing could also be a key contributor to suicide rates;
- It was considered that sometimes despite the most exemplary care and best efforts of clinicians, service users still committed suicide. Concerns were also raised about the impact of a zero suicide strategy on staff, who were already under a great deal of pressure;
- It was confirmed that all the care provided to service users is well evidenced to ensure that vulnerable patients are kept safe;
- Suicide levels could be decreased by reducing the opportunity at a vulnerable place and time, and the example was given of barriers being put up at train stations;
- Consideration was given to the ethical perspective of having a zero target as some might consider that suicide was a personal choice;
- Concerns were raised about the perception of suicide as a failure of staff and it was suggested that the language could be revised to reduce that perception;
- To ensure a collaborative system approach, the Trust should use its STP leadership on mental health within the STP and its role on Health and Wellbeing Boards;
- It was suggested that rather than a zero rate or a reducing percentage ambition, that the suicide ambition strategy should focus on a 'as few as possible model';
- Vulnerable groups should be consulted on effective ways to reduce suicide rates and the key drivers for suicide needed to be addressed;
- There was the need for appropriate funding so that the resources were available to properly implement the strategy;
- Consideration should also be given to staff stress levels and the need to be mindful of staff mental health needs.
- Feedback would be given to the Council as developments were made on the strategy;
- The Chair thanked Governors for their valuable contribution to this discussion.

5.3 The Council of Governors **AGREED** that:

- The ambition, to be worded appropriately by the Trust, should be as few suicides as possible;
- The strategy should be a collaborative system, one working with all relevant local partners;
- The Trust should take leadership in raising this issue, including identifying that this was a priority for the Council of Governors;
- The Trust would seek to ensure system strategies addressed the specific needs of vulnerable groups.

FOR DECISION

6. Revision to Trust Constitution

6.1 Mason Fitzgerald, Director of Corporate Affairs, presented the paper to the Council. The

paper sought Council approval to revisions in the Trust Constitution to enable the extension of Governor terms to three three-year terms.

- 6.2 It was noted that the maximum number of years a Governor could spend under the revised Constitution was nine, regardless of if there was a gap in tenure.
- 6.3 The Council voted on the proposal with 28 agreed and none against.
- 6.4 The Council of Governors **RECEIVED** the report and **APPROVED** the revised Constitution and **RECOMMENDED** it to the Board for their approval on 14 September 2017.

7. Recommendation for the appointment of External Auditors

- 7.1 Mason Fitzgerald, Director of Corporate Affairs, presented the report to the Council. The report sought approval of the appointment of the Trust's External Auditors. Adrian Thompson, Significant Committee member, and Paul Hendrick, Audit Committee Chair, advised the Council on the process by which the external auditors had been chosen, and provided assurance on the selection.
- 7.2 The following points were noted:
- It was noted that the total percentage for Ernst and Young should be 79.69% not 80.63%;
 - It was noted that Grant Thornton did not have any other contractual relationship with the Trust and if they were to undertake additional work there were checks and balances both internally and externally to ensure they remained independent;
 - It was noted that while Grant Thornton were not the most cost effective option of all the proposals, they were by far the top ranking bidder.
- 7.3 The Council **DISCUSSED** the report and **APPROVED** the recommendation to appoint Grant Thornton as the Trust's external advisors.

8. Nominations and Conduct Committee Report

- 8.1 Norbert Lieckfeldt, Nominations and Conduct Committee member, presented the Chair and Non-Executive Director Re-appointments section of the report to the Council.

Chair and Non-Executive Director Re-appointments

Marie Gabriel and Mary Elford left for this item

- 8.2 The Committee had considered in detail the Board succession planning noting the exceptional performance of the Trust Chair and Vice-Chair.
- 8.3 The Committee therefore recommended that Marie Gabriel is re-appointed for a further three year term from 1 November 2018 to 31 October 2021, and that Mary Elford is re-appointed for a further term from 1 February 2018 to 31 October 2020. This term is for two years and eight months in order to be aligned with other non-executive director (NED) end dates so as to avoid future costly single vacancy campaigns.
- 8.4 It was noted that a great deal of thought had been given to succession planning and a staggered approach was in place for each of the NEDs so that there were no more than two or three NEDs coming to the end of their term at the same time.
- 8.5 The Council **RECEIVED** the report and:
- a) **APPROVED** the re-appointment of Marie Gabriel as Trust Chair for a further three year term from 1 November 2018 to 31 October 2021.
 - b) **APPROVED** the re-appointment of Mary Elford for a further term from 1 February

2018 to 31 October 2020.

Governor Standards

Marie Gabriel and Mary Elford returned and Norbert Lieckfeldt left the room.

- 8.6 The Committee had reviewed the Council of Governors' Attendance Register and agreed appropriate actions in line with Council delegation.
- 8.7 Due to the long absence of the Assistant Deputy Chair, the Committee agreed to recommend to the Council that Norbert Lieckfeldt, who was the next runner up, fills the role until Council holds elections.
- 8.8 The Council **APPROVED** the appointment of Norbert Lieckfeldt as Assistant Deputy Chair until the next elections for the role are held.

FOR INFORMATION

9. Governor Elections

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

It was noted that the declaration of the result date should be 23rd of October not the 21st. There may also be an additional seat in Central Bedfordshire.

10. Communications and Engagement Committee Report

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

11. Council of Governors' Forward Plan

The Council **NOTED** the plan that was circulated for information. Staff engagement would be added to the forward plan. It was noted that the forward plan was set in September as part of the Council Annual Review.

12. Council of Governors' attendance list

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

13. Any Other Business

The following items of other business were discussed:

- There were ten spaces for Governors to attend the Complaints Event to be held on 4 August 2017 and Governors were encouraged to attend;
- Mary Phillips advised that she had attended her first Trust Board meeting which was very illuminating and she encouraged all Governors to attend;
- It was noted that Marie Gabriel had been involved in the Thrive London discussion and she would prepare a briefing note for Governors. **ACTION: Marie Gabriel;**
- There was also an upcoming Thrive London event and Governors were encouraged to attend;
- A demand analysis on mental health initiatives, forecasts and drivers would be brought to the November Council. **ACTION: Mason Fitzgerald;**
- Governors were reminded to complete the effectiveness questionnaires as part of the QI project;
- It was noted that the Trust was doing work in Uganda which was known for its high levels of homophobia, and assurance was provided that a safety assessment had been conducted for staff working there;

14. Date and time of next meeting:

Thursday, 21 September July 2017, 5.00-7.00pm

The meeting closed at 6.43pm