

Minutes of the Council of Governors Meeting

held on 21 September 2017, 5.00-7.00pm,

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

Present:

Marie Gabriel	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
Adrian Thompson	Public Governor	Tower Hamlets
Gohar Ghouse	Public Governor	Hackney
Edilia Emordi	Public Governor	Hackney
Keith Williams	Public Governor	Luton
Rubina Shaikh	Public Governor	Bedford
Steven Codling	Public Governor	Central Bedfordshire
Rosemary Eggleton	Public Governor	Central Bedfordshire
Larry Smith	Public Governor	Central Bedfordshire
Robin Bonner	Staff Governor	
Katherine Corbett	Staff Governor	
Joseph Croft	Staff Governor	
Kemi Rosiji	Public Governor	Rest of England
Simon Marsh	Staff Governor	
Juliet Muzawazi	Staff Governor	
Neil Wilson	Appointed Governor	London Borough of Newham
Susan Fajana Thomas	Appointed Governor	London Borough of Hackney (Councillor for Stoke Newington)

Apologies:

Nicholas Callaghan	Public Governor	Tower Hamlets
Terry Cowley	Public Governor	Tower Hamlets
Maria Eyres	Staff Governor	
Paul Feary	Public Governor	Bedford
Alexander Kuye	Public Governor	Hackney
Rachel Hopkins	Appointed Governor	Luton Unitary Authority
Rachel Saunders	Appointed Governor	London Borough of Tower Hamlets
Gary Tubb	Appointed Governor	Central Bedfordshire Unitary Authority

Absent:

Irene Harding	Staff Governor	
Sam Ali	Staff Governor	
Damien Vaugh	Public Governor	City of London

In attendance:

Edwin Addis	Membership Manager
Georgia Denegri	Interim Board Secretary
Keisha Ehigie	Trust Secretary (Minute taker)
Navina Evans	Chief Executive
Matthew Hart	Deputy Director of Finance
Jonathan Warren	Deputy Chief Executive/Chief Nurse

Mason Fitzgerald
Mohit Venkataram

Jenny Kay
Public Members:
Zara Hosany
Mary Phillips

Director of Corporate Affairs
Executive Director of Commercial Development and
Performance
Senior Independent Director

Staff Member
Staff Member

DRAFT

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	<p>The following points were noted:</p> <ul style="list-style-type: none"> • The Chair apologised for the cancellation of the Bedfordshire Working Lunch meeting. This decision was taken due to the Trust Board meeting being rescheduled from 7th September to 14th September, thereby clashing with the date of the Bedfordshire Working Lunch meeting. The Chair apologised for the inconvenience caused by this and the Bedfordshire Directors would work to pick up any issues that Governors and members had wanted to raise at the meeting; • Mary Philips and Zara Hosany had been appointed as staff members and as such had resigned from their public governor positions. They were however standing as candidates in the Staff Governor elections. The Chair asked the Council if they would agree to allow them participate in the Council meeting given their tenure as Governors. The Council of Governors congratulated Mary Phillips and Zara Hosany on their new positions as staff members and AGREED to their participation in the Council meeting; • It was noted that given the resignation of Zara Hosany as public Governor and therefore Deputy Chair, that Norbert Lieckfeldt, Assistant Deputy Chair, would be the Acting Deputy Chair until Deputy Chair elections were concluded; • Jonathan Warren, Chief Nurse and Deputy Chief Executive, would be leaving the Trust to start a new role in Surrey. Loraine Sunduza, Deputy Director of Nursing, had been appointed as Interim Director of Nursing; • Kevin Cleary, Chief Medical Officer would be starting a new role at an acute Trust and Richard Evans, Deputy Medical Director, would be covering the position in the interim period till recruitment commences; • The Council noted the departure of the following Governors: Erika Thomas (Public – Central Bedfordshire), Dhruv Patel (Appointed – City of London), and Rachel Saunders (Appointed – Tower Hamlets). It was also noted that the following Staff Governors terms would be ending in October as they did not stand for re-election, Marie Eyres, Irene Harding and Sam Ali. The Council gave appreciation to all departing Governors for their service. • Norbert Lieckfeldt, Acting Deputy Chair gave an update on progress with the Quality Improvement Group. It was noted that the implementation of a jargon buster bell had worked very well and would be continued for a few more meetings. A short document of commonly used acronyms had also been circulated for use in Council meetings.
2.	Minutes of the previous meeting held on 20 July 2017
2.1	The minutes of the meeting held on 20 July 2017 were AGREED as an accurate record.
3.	Matters Arising and Action Log
3.1	<p>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:</p> <p>Action Log</p>
3.2	<p>Action 80 - <i>The impact of the staff engagement strategy will be reported at a future Council meeting.</i> This action would be closed as it was on the forward plan.</p>
3.3	<p>Action 88 – <i>Appointed Governor vacancies would be pursued again with relevant local authorities.</i></p>

3.4	It was noted that there was an appointed seat on the Council reserved for relevant Academic Universities which had remained vacant for a number of years. This was originally a specific seat for Queen Mary University of London, but in 2015 it was agreed that the seat would be rotated amongst a group of relevant academic universities on a three year basis.
3.5	However, the seat had still remained vacant, so in order to fill it the Council was asked to consider expanding this seat to educational institutions with an interest in mental health and/or community services. This would open up the seat to be filled by any educational institution not just universities.
3.6	The Council AGREED to amend the Appointed Academic University seat to educational institutions with an interest in mental health and/or community services. As this requires an amendment to the Trust Constitution it would also be presented to the Board for approval.
PART A : BUSINESS ITEMS	
4.	Annual Audit Letter 2016/17
4.1	Matthew Hart, Deputy Director of Finance, presented the Annual Audit Letter to the Council. The purpose of the report was to present to the Council the External Auditors' (KPMG) Annual Audit Letter 2016-17, this also includes external assurance on the Quality Report.
4.2	The following points were noted: <ul style="list-style-type: none"> • The Trust had received a clean opinion on the audit of the Annual Accounts and also a clean opinion on the Quality Report (previously known as Quality Accounts); • The Chair thanked all staff members for their contributions towards this which led to the external auditors giving the Trust a clean rating; • It was noted that the clean opinion from the external auditors on the Trust's financial statements was not connected to the financial rating which was set by NHS Improvement; • The Council noted that work on the local indicator 'minimising delayed transfer of care' as selected by Governors has indicated that the auditors would have been able to issue an opinion providing assurance on this indicator if this were required; • It was noted that the fees charged by KPMG were good value and that KPMG had no existing conflicts with the Trust;
4.3	The Council of Governors RECEIVED and NOTED the report.
5a	Strategic Planning Update
5a.1	Mason Fitzgerald, Director of Corporate Affairs presented the report to the Council. The report provided the Council with an update on strategic planning activity in the Trust.
5a.2	The following points were noted: <ul style="list-style-type: none"> • Where the Trust has a 2-year contract with commissioners, they will set out proposals for changes to be made for the second year of the contract. The Council would be kept up to date with progress on this; • The final draft of the vision and mission statements will be submitted to the November Council meeting as stated in the report; • Assurance would be provided on how the Trust ensures equality in its service delivery and service evaluation in general. ACTION: Mason Fitzgerald
5a.3	Mohit Venkataram, Executive Director of Commercial Development and Performance, Gave a presentation on Strategic Planning. The following points were noted: <ul style="list-style-type: none"> • It was noted that there was an increase in partnership/merger activity across Trusts and commissioners and this included cases of partnership working across Boards;

5a.4	<ul style="list-style-type: none"> • The Council noted that timescales are sometimes out of the Trust's control and requested that the Trust attempts to take a strong steer on this wherever possible; • There would need to be clarity on the criteria needed to help in making a decision i.e. a criteria driven approach towards partnership; • More information on the types of collaborations with different services would be explored at the Significant Business Committee and the Committee would consider the criteria to be used in decision making around these collaborations; • There was work happening nationally to reduce costs around non-clinical services; • One of the aims of establishing the Significant Business Committee was to enable executives to have a more collaborative approach with the Council so that they were not only consulting on significant transactions but other key organisational developments; • It was noted that the CCGs occasionally adopted a more flexible approach to commissioning in order to facilitate partnership working; • The Council was assured that staff would be supported through organisational changes that may arise with mergers in the future; • It was noted that the non-executives also looked at significant transactions through the Finance, Business and Investment Committee and the Quality Assurance Committee at which due diligence was thoroughly reviewed; <p>The Council of Governors RECEIVED and NOTED the report.</p>
5b	Revision to Trust Constitution - Directors Eligibility
5b.1	Mason Fitzgerald, Director of Corporate Affairs presented the report to the Board. The purpose of the report was to seek the Council of Governors' approval to a revision of the Trust Constitution around restrictions in place which prevent Trust Directors from being Directors at other Trusts. This has already been approved by the Board of Directors at the September Board meeting.
5b.2	<p>The following points were noted:</p> <ul style="list-style-type: none"> • NHS Policy is now around fostering a culture of partnership working. In line with that, it is increasingly common for directors to work across more than one organisation, both in short term roles and in permanent roles. • Governors considered that in the same spirit of partnership, Governors at other Trusts should be allowed to become or continue as Governors or Directors at ELFT and vice versa. As such additional amendments were requested. • 23 Governors present commenced voting for the following proposals: <ul style="list-style-type: none"> - Directors to be allowed to become or continue as Directors at other Trusts 12 for, 3 against, 8 abstained - Governors to be allowed to become or continue as Governors at other Trusts 17 for, 6 abstained - Governors to be allowed to become or continue as Directors at other Trusts 19 for, 4 abstained.
5b.3	<p>The Council of Governors AGREED that the Constitution should be amended to reflect that:</p> <ul style="list-style-type: none"> • Directors be allowed to become or continue as Directors or Governors at other Trusts; • Governors be allowed to become or continue as Governors at other Trusts • Governors be allowed to become or continue as Directors at other Trusts
5b.4	In line with the above, the additional proposed amendments to the Constitution would be presented at the next Board meeting for approval.
PART B: REVIEW OF THE COUNCIL	
6.	Review of Council's previous year and impact
6.1	Zara Hosany, Former Deputy Chair, led the session on the Council review.

6.2	<p>The Council was asked to individually supply answers to the following three questions:</p> <ol style="list-style-type: none"> 1) Why did you become a governor? 2) How far have your expectations been met so far? 3) What can be improved? (in our support for you)?
6.3	<p>It was noted that the outcomes of the above exercise would be treated as confidential and used to inform the Council Improvement Plan.</p>
6.4	<p>The Council was then divided into groups of three and each group provided responses to the following:</p> <p>Three ways in which the council can be more effective?</p> <p><u>Group 1</u></p> <ul style="list-style-type: none"> • More collaborative work between the Board and the Governors including meetings on specific themes. • Staff Governors to have equivalent of Borough Director Meeting • Review the number of Borough Director Meetings in Luton and Bedfordshire and reporting from them. <p><u>Group 2</u></p> <ul style="list-style-type: none"> • One social event to be held as a way in which to break barriers • Be aware of diverse needs of our individual Governors • Support individual Governors that are not so confident /vocal <p><u>Group 3</u></p> <ul style="list-style-type: none"> • Site visits are useful for sharing concerns • Setting the Agenda – identify and focus on important items • Advance warning of critical items <p>Five key agenda items over the next year</p> <p><u>Group 1</u></p> <ul style="list-style-type: none"> • Working together with local voluntary groups • Increasing awareness about governors’ role in the community • Case studies, service users’ stories and carers’ stories • Sustainability and Transformation Partnership updates/merger • How to address physical and mental health together <p><u>Group 2</u></p> <ul style="list-style-type: none"> • Service user and staff member and service provider attendance at council meetings • Staff or service user from forensic services • Presentation on governors dealing with service user and carer issues dealing effectively with outcomes • Financial inclusion and welfare reforms • Local governors to be kept up to speed with local changes in service delivery and policy (how information from borough director meetings is fed back to the council) • Enabling staff governor to attend to council duties. <p><u>Group 3</u></p> <ul style="list-style-type: none"> • Drugs and alcohol impact • Stigma • Staff recruitment

6.5	<ul style="list-style-type: none"> • Equality and diversity <p>The outcomes from the above exercises would inform the Council Improvement Plan which would be presented at the November Council meeting. It would also be discussed at the Nominations and Conduct Committee.</p>
PART C: FOR INFORMATION	
7.	Election Report
7.1	The Council NOTED the report that was circulated for information.
8.	Any Other Business
8.1	<p>The following items of other business were discussed:</p> <ul style="list-style-type: none"> • Appreciation was given to the Trust Secretary for the clarity and conciseness of the previous minutes; • It was noted that the newly appointed Governors had been provided with dates for the upcoming Governor Induction; • It was noted that there was a consultation taking place around staff restructure proposals affecting the Membership Department; • It was AGREED that a 'horseshoe' seating arrangement with tables would be trialled at the next Council meeting; • Information on the Annual Members' meeting and the Annual General Meeting would be circulated again to Governors.
9.	Date and time of next meeting:

Thursday, 23 November 2017, 5.00-7.00pm
The meeting closed at 7.05pm