

**MINUTES OF THE ANNUAL GENERAL MEETING
And the COUNCIL OF GOVERNORS MEETING held on
10th SEPTEMBER 2014 at SAXON HALL**

Those Present:

Alan Tobias OBE (Chairman)	Elaine Blatchford	Lawrence Collin
Les Catley	Pamela Challis OBE	Judith Craven
Linda Cook	Joseph Cooke	Tony Dunn
Alan Crystall	Terry Cutmore	David Hobbs
Mark Gillett	Raymond Godfrey	Heather Glynn
Jan Tassell	Ron Kennedy	Barbara Oliver
Hilary Seago	Wanjiku Waweru	Marimuthu Velmurugan

Also in attendance:

Jacqueline Totterdell, Chief Executive
Sue Hardy, Chief Nurse
James O'Sullivan, Chief Financial Officer
Jan China, Director of Estates & Facilities
Jon Findlay, Chief Operating Officer
Keith Warrior, Acting Director of HR
David Parkins, Non Exec Director
Mike Green, Non Exec Director
Angela Bosnjak-Szekeres, Foundation Trust Secretary
Cheryl Auger, Assistant Trust Secretary
Lucy Thomas-Clayton, AD Fundraising and Engagement
Claire Hankey, Head of Communications
Chris Gasper, Healthwatch & Member of the Public
Frank Haysom, Member of the Public
Miriam Schramm, Member of the Public
Terry Meech, Member of the Public

Apologies:

Apologies were received from: Tony Le Masurier, Qadir Bakhsh MBE, Tim Young and Fred Heddell
Steve Brown, Karen Blake, George Cutting, Colin George, Konrad Hutchins, Joanna Jackson, Liz Leigh, Sue Lord, Barbara Salter, Christine Watts and Maureen Sutcliffe.

30/14 Opening of the Meeting and Welcome from the Chairman

The Chairman welcomed everyone to the annual general meeting; he reminded members of the public that they were entitled to stay for the whole of the agenda.

31/14 Review of the Year and Presentation of the Annual Report & Accounts 2013/14

The Chairman and the Trusts' Executive Directors gave a 'Review of the Year 2013/14' presentation, (copies available on request); this was followed by a full question and answer session.

The presentation included:

- ✚ Details of the challenges the Trust faces - being in significant breach of the licence, the continuing struggle to achieve performance targets, and the CCGs being in financial difficulty
- ✚ A list of the successes; these included the premier of the film for learning disabilities patients at the House of Lords and the opening of the Macmillan Information & Support Centre at the hospital.
- ✚ Financial Results: Cash balance of £16m, Efficiencies of £9m delivered, and a risk rating of 4 for the whole year.
- ✚ Financial Future: Challenging nationally - there are limited funds at a time when there is a growing demand for healthcare. Continuing reduction in tariff, lost inflation, Income reducing whilst costs are rising, and, because the CCGs are in financial difficulty, they are looking to spend less money.
- ✚ Quality Account Objectives:
 - Nutrition assessment on admission - Target compliance 90% - Achieved between 94% and 97%.
 - Recognition of the deteriorating patient - Early pilot of an Early Warning System and roll out of SBAR (Situation, Background, Assessment, Recommendation).
 - Appropriate training for staff in the care of patients with dementia - dementia champions in each ward, and a further 107 staff members trained.
 - World Health Organisation (WHO) checklist - Monthly audits with compliance at 100%.
 - Early Warning System - to achieve 100% compliance that patients who meet the criteria to be escalated are.
 - Ensure nursing skill mix is safe and appropriate to caseload - Levels monitored through Trust Board and displayed in all ward areas. Action plans in place for when staffing is below optimum.
 - Patient Focus Groups: - To continue to develop patient focus groups in each Business Unit reporting to the Trust wide group.
- ✚ HR Corporate Objectives:
 - Annual NHS Staff Survey - marked improvement, overall staff engagement score 'above average' - response rate increased 6% to 59% (Top 20%) - 6/28 areas in top 20%
 - Sickness Absence - Remained consistent at 3.66% (stretch target 3.5%); average for all acute trusts for 2012 was 4.14%. We are ranked at 46 out of 171 acute trusts (comparative figure 3.62%).
 - Service Improvement Activities - Awarded Lead Employer status for East of England GP Trainees
 - Implementing and Embedding Diversity - Awarded NHS Employers Partner Status, and implementing actions from the Strategic Review.
- ✚ Catering - Catering Assistants participated on the ward snack round initiative led by Trust Dieticians which has led to the Trust winning a Patient Safety Award 2013
- ✚ Estates Development:
 - Refurbished an area of the maternity services to provide a new early pregnancy scanning facility.
 - Refurbished a ward (Blenheim) and will continue to refurbish ward areas to improve the patient environment
 - Built the Macmillan Information Centre
 - At the end of 2014 secured £1.6m to invest in energy initiatives to reduce our carbon emissions.
 - Improved lighting in corridors and wards across the Trust.

- Improved the resilience of our electrical infrastructure, we now have a site wide generator back up service.
- ✚ Continuing Clinical Service Developments
 - Enhanced appraisal and revalidation for medical staff
 - Links to Anglia Ruskin Health Partnership and UCLP
 - Raising the profile of research in the Trust
- ✚ Two Associate Medical Directors appointed to support the Medical Director - Professor John Kinnear, Consultant Anaesthetist with a special interest in Paediatrics & Critical Care, and Director of Medical Education will be responsible for research, innovation and medical education. Tony O'Brien, Consultant in Stroke Medicine will be leading on improving clinical outcomes (mortality/morbidity).

The Annual Report and Accounts were received as presented.

32/14 External Auditors' Assurance Report on the content of the Quality Report and Mandated Performance Indicators

The external auditors assurance report was received as presented.

33/14 Governors Annual Report

The Vice Chair of Governors gave his report to the meeting.

There was a brief discussion regarding the appropriateness of the Vice Chair and the Lead Governor interviewing members of the Executive Team. The Vice Chair assured the meeting that they had not been on a 'fishing expedition' but had been approached by several members of the executive team (past and present) and therefore felt obliged to listen and take action.

The Governors received the Vice Chairs report

There was a break for lunch

The Executive Directors, Mike Green, Non-Executive Director, Cllr Velmurugan, Cllr Crystall and Barbara Oliver left the meeting

Council of Governors Meeting

34/14 Opening of the meeting and noting of apologies

Apologies as before with the addition of Cllr Alan Crystall, Barbara Oliver and Cllr Velmurugan

35/14 Declarations of Interest

No conflicts of interest, other than those registered, were declared

36/14 Minutes of the Previous Meeting

- a) The minutes of the meeting held on 17th June 2014 were agreed as a true record.
- b) There were no matters arising.

37/14 Governor Elections - Vice Chair and Lead Governor

Les Catley was the only governor who had put themselves forward for election to either role.

Following discussion, during which it was noted there is no regulatory or constitutional reason why not, Les Catley was elected as both Vice Chair of the Governors and Lead Governor.

Alan Tobias, Chairman, congratulated Les Catley on being elected; he also recorded a vote of thanks to David Hobbs and Elaine Blatchford.

38/14 Governors Governance Group Recommendations

The Council of Governors was asked to vote on the recommendations of the Governors' Governance Group (GGG) relating to changes to the Trust's Constitution.

- 1) Recommendation to merge the categories of public, patient and carer governors into one category of elected governors.** This would mean that elected governors could come from any of these groups, so that a member who lives in Southend, Rochford, Castle Point or Rest of Essex or is a patient or carer from these areas could stand for elections and become an elected governor.
The Governors' Governance Group agreed on the 21 August 2014 to extend this recommendation to cover the amalgamation of the groups of public, patient and carers into one membership group.

The council agreed this recommendation

- 2) Recommendation to reduce the number of the Governors on the Council of Governors from 41 to 32.** The reduction in the numbers is recommended as follows:

- *Elected Governors:*

- Southend elected governors reduction from 9 to 8

- Rochford elected governors reduction from 5 to 4

- Castle Point elected governors reduction from 5 to 4

- Rest of Essex elected governors reduction from 4 to 3

- *Worker Governors and Volunteers:*

- Worker Governors and Volunteers reduction from 7 to 5 (reductions in the number of Worker Governors from 6 to 4, no reduction in the number of Volunteers)

- *Local Authority (appointed) Governors:*

- Southend Borough Council appointed Governors reduction from 2 to 1 (total number of Local Authority appointed Governors to be 4, one for each area)

- *Partnership Governors:*

- Reduction from 6 to 4 (removal of the Partnership Governor places for South Essex College and the Royal Free/The London and Barts)

The Council agreed this recommendation

- 3) Recommendation about the structure of the Council of Governors sub-committees and sub-groups:**

- Membership Engagement and Recruitment Group to merge with the Editorial Advisory Group
- Governors Governance Group and Strategy Group to merge
- Patient and Carer Experience Group to continue in its current format and also to incorporate quality of care
- Education and Training Group to continue as a separate group for the next 12 months and then consider merger with the appropriate sub-group
- Search and Appointments Committee to continue in its current format
- NEDs and Governors Group (NAGG) to continue in its current format
- Worker Governors' Group to become a standalone group (outside the COG sub-group structure) to enable Worker Governors to engage with their electorate

It was also recommended that the names of the sub-committees and sub-groups be reviewed together with the terms of reference, if the Council of Governors agrees the recommendation.

The Council agreed this recommendation

4) Recommendation about the length of time a Governor needs to serve before being able to stand to be a Chair or Vice Chair of a sub-committee

A Governor would be eligible to stand to be a Chair or Vice Chair of a sub-committee or a sub-group after serving 1 year on the Council of Governors at any time. Exceptions to this might be allowed if agreed by the Governors.

The Council agreed this recommendation

5) Recommendation about the election of the Chairs and Vice Chairs of the sub-committees of the CofG

All Chairs of the sub-committees and sub-groups are to be chosen by the Council of Governors following a secret ballot. The Vice Chairs are to be chosen by the sub-groups by a secret ballot.

The Council agreed this recommendation

39/14 Search & Appointments Committee Recommendations

The Chairman asked the council to agree the recommendations from the Search and Appointments Committee that:

- Fred Heddell be re-appointed as a NED for a further 3 years
- That David Parkins appointment as a NED is extended for one final year.

The Council unanimously agreed both recommendations

40/14 Annual Reports from Committees / Groups

40/14a: Editorial Advisory Group

There were no questions; the Council received the report.

40/14b: Education and Training Group

It was suggested the group could informally provide new governors with information on sub-committees etc. and perhaps provide some form of mentoring. It was noted this is one of the issues the group will be addressing.

The Council received the report.

40/14c: Governance Committee

The Council received the report.

40/14d: Membership & Engagement & Recruitment Group

The Council received the report.

40/14e: Patient & Carer Experience Group

The council was informed training sessions are being provided for those who wish to partake in the Ward walkabouts; this training will count towards a governors' 12 hours of training.

The Council received the report.

40/14f: Search & Appointments Committee

The Council received the report

40/14g: Strategy Group

The Council received the report

40/14h: Worker Governor Group

There was a brief discussion on staff smoking just outside Trust premises and the impression this creates.

The Council received the report.

40/14i: NEDs and Governors' Group

The Chairman proposed governors look at what they put on the NAGG agenda, as Chairs of sub committees first of all.

The Council received the report.

41/14 Any other Urgent or Pertinent Business

Volunteers

It was proposed the age at which someone can be a volunteer should be lowered to 16 or 17; it was explained that this is not possible as all Volunteers have to be CRB checked and these checks cannot be carried out on someone who is under 18.

Hyper Acute Stroke Unit

The Chairman informed the meeting that in March 2013 the External Expert Advisory Group (EEAG) recommended that Southend University Hospital NHS Foundation Trust should be a HASU (Hyper Acute Stroke Unit), and Basildon & Thurrock University Hospital Trusts be designated as an ASU (Acute Stroke Unit) for South Essex.

The meeting was informed that those recommendations are now over a year old. Since the publication of the original EEAG recommendations, 633 people have died unnecessarily in Essex, and an untold number of patients will be subject to long term, avoidable, disability. Progress on implementation stalled because of concerns around deliverability from the East of England Ambulance Service Trust. However, assurance has now been given by the Ambulance Trust that those concerns will be met, including a service to the HASU in Southend in its strategic plan.

The CCGs and local MPs have been written to, the purpose of the letter was to seek the written commitment of all CCG's that they will acknowledge the decisions of the EEAG and will commission to the recommendations of that group.

Governors were asked to lobby their GPs, local councillors, prospective MPs (as well as current MPs) and everyone they know to get the CCGs to agree, as a body, that Southend be the HASU as recommended in two independent reviews.

It was noted the East of England report is now a public document.

Actions:

Alan Tobias will circulate a link to the website, and a copy of his letter to the CCGs and MPs, to the Governors

Clair Hankey will circulate briefing notes to Governors

Presentation at Rayleigh Mill

The Chairman agreed to circulate an updated version of the data used in the presentation he gave to the members meeting at Rayleigh Mill on the 28th August.

42/14 Date of Next Meeting

Tuesday 18th November, 9.30am, Council of Governors meeting to be held at Saxon Hall, Aviation Way, Southend on sea, SS2 6UN