

**MINUTES OF THE ANNUAL GENERAL MEETING AND  
THE BOARD OF GOVERNORS MEETING OF  
SOUTHEND UNIVERSITY HOSPITAL NHS FOUNDATION TRUST  
HELD ON 27<sup>th</sup> SEPTEMBER 2012**

**Present:**

Alan Tobias (Chairman)	Colin George	Colin Pavitt
Geraldine Alward	Mark Gillett	Kym Popplewell
Kay Bell	Nora Goodman	Miriam Schramm
Elaine Blatchford	Frank Haysom	Bill Scott
Mel Burgess	Ron Kennedy	Maureen Sutcliffe
Linda Cook	Ted Lewin	Sharon Wallace
Arthur Gaze	Barbara Oliver	Christine Watts

**In attendance:**

Jacqueline Totterdell, Chief Executive  
Sue Hardy, Director of Nursing  
Iain McMillan, Commercial Director  
Brian Shipley, Director of Finance  
Rupert Wainwright, Director of Operations  
Claire Hankey, Head of Communication  
Lucy Thomas-Clayton, Head of Fundraising  
Carly Harrison, Communications Department  
Pat Stone, Communications Department

Clare Dobie, Non-Executive Director  
Mike Green, Non-Executive Director  
Fred Heddell, Non-Executive Director  
Peter Little, Non-Executive Director  
David Parkins, Non-Executive Director  
Nigel Towler, Non-Executive Director  
David Fairweather, Membership Manager  
Anna Milanec, Foundation Trust Secretary  
Jill Cole, PA to Trust Secretary and Director of Nursing

**Members of the Public**

John Bruce	Peter Clark	Raymond Godfrey
Bill Hardwick	Joy Hardwick	Eve Horwood
Richard Lucas	Francis Yeomans	Valerie Yeomans

**Part One – Annual General Meeting**

**63/12 Opening of the meeting**

The Chairman welcomed Governors and attendees to the meeting.

**64/12 Review of the Year and presentation of the Annual Report and Accounts and Auditors' Report**

The Trust Chairman gave a review of the past year and updated the meeting on the Trust's current status with Monitor, the changes in governance issues and information regarding the Board

Assurance Framework. He added that work on the Cost Improvement Programme was continuing and the results were improving.

The Chair then stated that a series of efficiency savings were being implemented and were on track at present. He added that the Trust's financial reporting processes had undergone external validation from PWC and a new Finance and Investment Committee had been established. The Chair then reported that communications with staff appeared to be improving with several new initiatives having been set up throughout the year, and that patient survey results were heading in the right direction. The NETT promoter score was also climbing into the top 20% of hospitals

The Chief Executive presented a new corporate video to the meeting, adding that she felt it was a positive reflection of the hospital. She then reported that the number of cases of CDiff and MRSA were below trajectory and due to changes to the cancer pathways, the 62 day cancer target had improved but unfortunately, the Trust had struggled to achieve prostate cancer targets. Other improvements during the past year had included the new outpatients department, and the Chief Executive gave thanks to the hospital volunteers for their hard work.

It was noted that when MP Anne Milton had visited the hospital earlier in the year, she had been very impressed during her tour of the wards. And the Chief Executive advised that during the CQC's latest visit, they had indicated their general satisfaction, particularly with the improvements in the safe rooms in A&E.

The Chief Executive then informed the meeting of the new board appointments which had been made during the year which included the Chairman, the Director of Nursing, a new Non-Executive Director plus a new Head of Communications who had instigated the Trust's new website. The Chief Executive stated she would be writing a regular blog for staff commencing in the near future. She then explained the new Business Unit structure which had been implemented and stated that the Board of Directors and the Business Unit Directors were going through a talent management programme. It was also noted that a new PAS (patient administration system) was to be implemented in 2013.

The Director of Finance provided information regarding the Trust's financial and end of year accounting position. He advised that at present, the activity was above plan and the efficiency plans were on target which meant that the Trust was £800k above plan for month 5. The Chief Executive added that some Foundation Trusts were experiencing financial problems, some had achieved surpluses and Southend Hospital was somewhere in between.

The meeting was advised that the Essex Partnership Group would be looking at future training needs for nurses, etc. The Director of Nursing also advised that she was endeavouring to develop the Associate Practitioner role at the Trust.

## **65/12 Auditors' Report to the Governors on the Quality Report**

The Auditors' Report to the Governors on the Quality Report was formally received and noted.

The Quality Accounts were presented, the contents of which included details regarding pressure ulcers and falls prevention. The Director of Nursing stated that the numbers of incidents of pressure ulcers had reduced over the last financial year, and there was an on-going review of avoidable / unavoidable incidents in order to develop criteria for prevention.

Sue Hardy advised that the methodology for C.Diff testing had changed during the year which meant that the number of cases had reduced from 32 to 31. The meeting then discussed patient discharges and the Director of Nursing stated that she had attempted to reduce the number of complaints over the previous year. Unfortunately, this had not happened but work was in progress to meet targets and was going well.

Sue Hardy stated that the patient experience surveys showed improved results but that the Trust remained in the bottom 20% of FTs, but that patient experience was being monitored closely. Governor Frank Haysom noted that the results of the Governors' listening exercises did not completely align with the survey results.

Sue Hardy then stated that during the CQC visit in November 2011 there had been minor compliance concerns. However, recent nursing dashboards that had been presented to the Board of Directors on the day before, had been completely green with no red or amber indications. She also advised that during an unannounced CQC visit in March 2012, the Trust had been found to be compliant with the areas which were being inspected.

A recent pilot of "snack rounds" had been implemented on two of the wards in the Trust. These were specially designed, calorie controlled foods and the initiative was in addition to the hourly ward rounds which had been introduced last October, the Director of Nursing advised.

Concern was expressed regarding the reduction in ambulance services which would affect patients who are discharged and subsequently go home by ambulance. The Director of Operations stated that work to prioritise ambulances was being carried out at the present time and that the Trust would continue to organise transport services locally for non-emergency services.

## **66/12 Governors' Annual Report**

The report from the Vice Chair of Governors was received and noted.

## **Part Two – Board of Governors General Meeting**

### **67/12 Opening of the meeting, and noting of apologies**

Apologies had been received from the following Governors: Bob Bradbrook, Cllr Pam Challis, Alan Crystall, Judith Craven, Alan Crystall, George Cutting, Nirmal Gupta, Gill Hind, David Hobbs, Sam James, Ashley Jayaweera, Liz Leigh, Jo McPherson, Hilary Seago, Dr Velmurugan, and Joyce White.

### **68/12 Declaration of Conflicts of Interest**

Declarations of Conflicts of Interest were made by Ted Lewin, Elaine Blatchford, Ron Kennedy, Linda Cook with regard to LINKs and Christine Watts declared a conflict of interest with Battias.

As previously requested by some Governors, the Chairman asked each of the Non-Executive Directors to introduce themselves to the meeting.

### **69/12 Minutes of the Previous Meeting**

- a) The minutes of the meeting held on 5<sup>th</sup> July 2012 were agreed and signed subject to the following amendments:

Colin George stated that he had attended the meeting and his name should be added to the list of those present. Maureen Sutcliffe noted that her surname was incorrectly stated as Sullivan in the attendance list.

- b) **Matters arising**  
Page 2, item 54/12 – the possible purchase of a hearing loop / amplification system was discussed and the Chair reported that the Commercial Director and the Director of Estates and Facilities had investigated costs which had been quoted at approximately £3,500.

### **70/12 Amendments to the Constitution**

A report was presented from the Trust Secretary who advised Governors that the same report had been presented to the Board of Directors the previous day, and that the Board had approved the indicated changes.

She advised that the Constitution required amendment as a result of legislative changes that would come into force on or before 1 October 2012 as a result of the first and second commencement orders (Statutory Instruments 2012/1319 and 2012/1831) relating to the Health and Social Care Act 2012.

Whilst it was acknowledged that Governors were considering further changes to the Constitution with regard to numbers of Governors on the Board, etc., and that further amendments would be required as further commencement orders came into force, it was noted that the Trust's regulator, Monitor, had requested that Trusts restrict amendments to certain criteria at this time.

With this in mind, **the Board approved the proposed changes to the Constitution as presented to them, and submission of the document to Monitor.**

### **71/12 Membership of Governor Committees / Groups**

The report regarding Governor membership of the groups and committees was noted. The Trust Secretary stated that it had been amended slightly and requested Governors to inform her of any further amendments by e-mail.

### **72/12 Governor Committees / Groups**

It was agreed upon request from the Vice Chair of Governors that this item should be discussed during a private part of the meeting.

### **73/12 Reports from Committees/Groups**

The reports from the following Committees and Groups were received and noted.

- a) **Editorial Advisory Board**  
Geraldine Alward, deputising for Hilary Seago, requested assistance from Governors with regard to ideas / information for articles for the Membership Newsletter.
- b) **Education & Training Group**  
Frank Haysom also requested help from the experienced Governors with regard to producing training presentations. When asked for an estimate as to when the training

sessions on chairing meetings etc. would begin, Frank stated that he would be contacting the Chair and the Trust Secretary to arrange the appropriate meetings.

c) **Governance Committee**

Miriam Schramm reported that the Governance Committee was reviewing the Constitution and comments from the Governors who were not members of the Committee were welcome.

d) **Membership Engagement Recruitment Group**

Report received and noted.

e) **Patient Experience Group**

Report received and noted.

f) **Search and Appointments**

It was reported that the Search and Appointments Committee was in the process of appointing new Non-Executive Directors. The Committee would be meeting in early October to draw up the candidate shortlist for the Meet the Candidates event on 9<sup>th</sup> October. The appointments would be finalised at the end of the month.

g) **Strategy Group**

Report received and noted.

h) **Worker Governor Group**

Kym Popplewell stated that the Worker Governors would be endeavouring to raise their profile and widen engagement with staff members from November.

i) **NEDs and Governors Group**

Report received and noted.

#### **74/12 Governors' Annual Self-Assessment, 2011/12**

It was noted that there had been a disappointing response from Governors to the self-assessment questionnaire that had been sent out earlier in the year. However, the Chairman stated that these responses would be analysed although it was agreed that some of the questions required amendment to bring them up to date.

The Chief Executive stated that work was required to assist the Governors to hold the Board of Directors to account and it was noted that the Education and Training Group would be creating a training presentation regarding this.

#### **75/12 Update Job Description for NEDs**

The job description for the Trust's Non-Executive Directors was approved, effective 31 October 2012.

## **76/12 FTGA Update**

The reports from the Lead Governor and Vice Chair of Governors were received and noted.

It was noted that the Audit Commission had resigned from their position as the Trust Auditors and that Ernst and Young had been appointed by Governors in their place for an interim period.

## **77/12 Any other urgent and competent business**

On behalf of the Governors the Lead Governor expressed her thanks to the Trust Secretary, Membership Manager and their assistant, Jill Cole, for their continued hard work over the past year.

The Chairman added his formal thanks and appreciation on behalf of Governors, to NED Claire Dobie, whose term of office would come to an end on 30<sup>th</sup> November 2012.

## **78/12 Dates of Forthcoming Meetings**

Wednesday 24<sup>th</sup> October 2012, 5:30pm, Boardroom, Southend Hospital

*Governors are also reminded of the event taking place on 9<sup>th</sup> October 2012 when they can meet prospective NED candidates.*