

<b>REPORT TO:</b>	<b>BOARD OF DIRECTORS</b>
<b>DATE:</b>	<b>9 SEPTEMBER 2016</b>
<b>SUBJECT:</b>	<b>REPORT FROM FULL COUNCIL MEETING HELD ON 5 SEPTEMBER</b>
<b>BOARD SPONSOR:</b>	<b>NIKKI COLE TRUST CHAIR</b>
<b>PAPER AUTHOR:</b>	<b>AMANDA BEDFORD GOVERNOR AND MEMBERSHIP LEAD</b>
<b>PURPOSE:</b>	<b>To Note</b>

**BACKGROUND AND EXECUTIVE SUMMARY**

This report provides the Board an overview of items discussed at the Full Council Public meeting held on 5 September 2016.

<b>IDENTIFIED RISKS AND MANAGEMENT ACTIONS:</b>	None	
<b>LINKS TO STRATEGIC OBJECTIVES:</b>	<p><b>Patients:</b> Help all patients take control of their own health.  <b>People:</b> Identify, recruit, educate and develop talented staff.  <b>Provision:</b> Provide the services people need and do it well.  <b>Partnership:</b> Work with other people and other organisations to give patients the best care.</p>	
<b>LINKS TO STRATEGIC OR CORPORATE RISK REGISTER</b>	The meeting received reports from the Council of Governor Committees which use the Board Assurance Framework to inform the process of holding Non-Executive Directors (NEDs) to account for the performance of the Board.	
<b>RESOURCE IMPLICATIONS:</b>	None	
<b>COMMITTEES WHO HAVE CONSIDERED THIS REPORT</b>	N/A	
<b>PRIVACY IMPACT ASSESSMENT:</b> NO	<b>EQUALITY IMPACT ASSESSMENT:</b> NO	

**RECOMMENDATIONS AND ACTION REQUIRED:**

The Board is asked to note the content of this report.

## **OVERVIEW OF THE ITEMS DISCUSSED**

It was noted at the start of the meeting that this was also the first day of the CQC re-inspection visit and therefore attendance by the Board team would be at a reduced level. The CQC had requested to meet with a group of Governors later that day.

### **Lead Governor Election results**

At the Full Council meeting in July, the Governors agreed a job description for the role of the Lead Governor to enable elections to take place as the term of office of the incumbent had come to an end. There were two candidates, Michèle Low and Chris Warricker, and it was announced at the meeting that Michèle Low received the majority of the vote. The term of office is one year.

### **Terms of Reference**

Following the introduction of the revised Council of Governors (CoG) Committee Structure in May, the new Committees have been discussing their terms of reference and several areas had been identified which Governors felt should be consistent across the committees. A proposal paper was discussed, and agreed, at the meeting for a template to be used by all Council of Governor Committees.

The template included the principle that the presence of the Non-Executive chairs of the aligned Board of Director (BoD) Committee, or their representative, would be included in the quorum for the meeting. Virtual attendance would be acceptable and Council requested that methods for managing such a meeting be included in the Committee Chairs' training due in October.

During the meeting the terms of reference for the Finance and Performance Committee and Workforce Committee were ratified subject to any changes required following acceptance of the template.

### **CoG and Committee Effectiveness**

The Council agreed to task their Nominations and Remuneration Committee with developing a timetable and process for undertaking the 2016 effectiveness review with the outcome to be reported at the first meeting of the Full Council in the New Year.

### **Membership and Members' Engagement Strategy**

The Membership Engagement and Communication Committee presented the draft Strategy for ratification by Council. The draft had been finalised following extensive consultation with Governors, relevant Board members and Trust staff and was well received by Council. The majority of the discussions focussed on implementation of the strategy, although some minor drafting changes were suggested. Some priority areas were identified, including developing appropriate recruitment material for Governors to use at public events and look in more detail at the demographics of the membership in order to effectively target recruitment.

The Council ratified the Strategy and noted that the Membership Engagement and Communications Committee would now focus on implementing the Strategy.

### **Reports from Council of Governors' Committees**

The Council received reports from the CoG and BoD Committees which had met since the last Council session. The Council ratified the appointments of the following chairs:

- Michèle Low, Finance and Performance; and
- Alan Homes, Workforce.

Key points for the Board to note are as follows.

- Some questions relating to the financial performance were deferred for a response after the meeting where the depth of detail required for a full reply needed the contribution of Board members who were not present at the meeting.
- An update was provided on the process for recruiting to the NED vacancy replacing Richard Earland when his term of office ends.
- Governors sought, and received, assurance about the impact of the changes to the national guidance on targets and that this would not adversely affect quality and patient safety.
- There was a lengthy discussion about culture change and the way metrics could be used to monitor this, which led on to a discussion about data quality. The NEDs present confirmed that the way in which the Board Assurance Framework and Integrated Performance Report were being developed was leading to significant and continuing improvement in data quality.
- Abbreviations in reports must be defined in the first instance.