

## COUNCIL OF GOVERNORS

**Meeting to be held on Thursday, 29 June 2023 at 10.00 – 12.30 in the Conference Room,  
Trust Headquarters**

### AGENDA

NO.	AGENDA ITEM	PURPOSE	PRESENTER	TIMINGS	
<b>Preliminary Business</b>					
1.	Welcome and Apologies	Information	Chair	10.00	verbal
2.	Declarations of Interest	Information	Chair		verbal
3.	Foundation Trust Members' Questions	Information	Chair		verbal
4.	Minutes of Previous Meeting – 18 April 2023	Approval	Chair		
5.	Matters Arising and Action Log	Approval	Chair		
6.	Chair's Report	Information	Chair	10.10	verbal
<b>Strategic Outlook</b>					
7.	Chief Executive's Report	Information	Chief Executive	10.20	verbal
8.	<b>Theme for this month:</b> People, including Education and Leadership Programme	Discussion	Chief People Officer, People Committee Chair, Associate Director of Education, Deputy Chief People Officer and Associate Director of HR Operations	10.35	
9.	Operational Report	Information	Chief Operating Officer	11.00	verbal
10.	Governor Questions	Discussion	Chair	11.15	verbal
<b>Governor Decisions and Updates</b>					
11.	Appointment of Non-executive Directors	Approval	Director of Corporate Governance	11.35	
12.	Re-appointment of Non-executive Director (Martin Sykes)	Approval	Director of Corporate Governance	11.45	
13.	Lead Governor Election 2023-2024	Approval	Director of Corporate Governance	11.50	
14.	Annual Cycle of Business for COG/Focus Groups	Approval	Corporate Governance Manager	11.55	
15.	Governor and Membership Forward Look	Information	Corporate Governance Manager	12.00	
16.	Election and Appointment of Governors	Information	Corporate Governance Manager	12.05	
17.	Governors Log of Communications	Information	Chair	12.10	
<b>Concluding Business</b>					

NO.	AGENDA ITEM	PURPOSE	PRESENTER	TIMINGS	Apologies
18.	Any Other Urgent Business <ul style="list-style-type: none"> <li>Quarterly Patient Experience Report (<i>circulated for information</i>)</li> </ul>	Information	Chair	12.20	verbal
	Date and time of next meeting: <ul style="list-style-type: none"> <li><b>Annual Members Meeting – Thursday 21<sup>st</sup> September 2023, 17.00 – 19.00</b></li> <li><b>Council Of Governors; Thursday, 23 November 2023</b></li> </ul>	Information	Chair		

**Minutes of the Council of Governors Meeting on Tuesday 18<sup>th</sup> April 2023, held in Lecture Theatre 2&3, Education and Research Centre, Bristol.**

**Present**

<b>Name</b>	<b>Job Title/Position</b>
Jayne Mee	Chair of the Board and Chair of the Council of Governors
Ben Argo	Public Governor
Robert Edwards	Public Governor
John Rose	Public Governor
Annabel Plaister	Public Governor
John Sibley	Public Governor
John Chablo	Public Governor
Tom Frewin	Public Governor
Aishah Farooq	Appointed Governor, Youth Involvement Group
Mo Philips	Public Governor
Mohammad Rashid	Public Governor

**Others in attendance:**

Arabel Bailey	Associate Non-executive Director
Paula Clarke	Executive Managing Director Weston
Jane Farrell	Interim Chief Operating Officer
Marc Griffiths	Non-executive Director
Rachel Hartles	Membership and Governance Officer (Minutes)
Emily Judd	Corporate Governance Manager
Neil Kemsley	Chief Financial Officer
Jane Norman	Non-executive Director
Mark Pender	Head of Corporate Governance
Eric Sanders	Director of Corporate Governance
Roy Shubhabrata	Non-executive Director
Martin Sykes	Non-executive Director
Daisy Westbrook	Corporate Governance Officer
Eugene Yafele	Chief Executive

**Jayne Mee, Trust Chair, opened the meeting at 15.45.**

<b>Minute Ref:</b>	<b>Item</b>	<b>Actions</b>
<b>COG:01/04/23</b>	<b>1. Chair's Introduction and Apologies</b>	
	<p>The Chair, Jayne Mee, welcomed everyone to the meeting. Jayne acknowledged this was the last meeting for Julian Dennis and Mohammad Rashid and thanked them both for their service and wished them well in the future.</p> <p>Apologies had been received from Graham Briscoe, Carole Dacombe, Paul Hopkins, Jocelyn Hopkins, Karen Low, Karen Marshall, Mark Patteson, Libby Thompson and Martin Rose.</p> <p>Apologies from regular attendees had also been received from Deirdre Fowler, Chief Nurse and Midwife, and Stuart Walker, Chief Medical Officer.</p>	
<b>COG:02/04/23</b>	<b>2. Declarations of Interest</b>	

	There were no new declarations of interest from Governors relevant to items on the agenda.	
<b>COG:03/04/23</b>	<b>3. Foundation Trust Member Questions</b>	
	<p>Further to a suggestion received by the Council of Governors, the Foundation Trust Members' questions were asked at the start of the meeting. A question had been raised by Paul Wheeler:</p> <ul style="list-style-type: none"> <li>What was the number of patients fit for discharge occupying beds in the Trust's hospitals immediately prior to the start of the Discharge to Access programme and what is the current number of such patients in the Trust's hospitals?</li> </ul> <p>Jane Farrell, Chief Operating Officer, confirmed that the question would be answered in full by email but explained that at the start of the Discharge to Assess programme there were around 200 to 220 patients in the Trust under the 'no criteria to reside' pathway. At present, there were around 175 patients on this same pathway.</p> <p>A request was made by the Council for a breakdown of patients who had been waiting for discharge for more than two months. Jane Farrell agreed to include this in the emailed response to the Council of Governors and the Foundation Trust Member.</p> <p><b>ACTION: Full response to question from FT member to be sent by email and copied to the Council of Governors.</b></p>	
<b>COG:04/04/23</b>	<b>4. Minutes from Previous Meeting</b>	
	<p>Governors considered the minutes of the meeting of the Council of Governors held on 22 February 2023.</p> <p>Ben Argo clarified that under item 2.3, the Learning Disability Nurses cover a dual role of Learning Disability and Autism, and this should be reflected in the minutes.</p> <p><b>Members RESOLVED to approve the minutes of the Council of Governors meeting held on 22 February 2023 as a true and accurate record of the proceedings, subject to the above change.</b></p>	
<b>COG:05/04/23</b>	<b>5. Matters Arising and Action Log</b>	
	<p>Governors noted updates on the actions from previous meetings. All actions had been updated as follows:</p> <p><i>COG2.3/02/23 Information on Healthy Weston 2 to be cascaded to Governors.</i></p> <p><b>Action Completed.</b></p> <p><b>Members RESOLVED to approve the updates to the action log.</b></p>	
<b>COG:06/03/23</b>	<b>6. Chair's Report</b>	
	<p><b><u>Chair's Report</u></b></p> <p>Jayne Mee Chair's Report was taken as read, and questions were invited. There were no questions from the Council of Governors.</p> <p><b><u>Quality and Outcomes Update</u></b></p>	

	<p>Jayne Mee, Trust Chair, invited Sue Balcombe, Non-executive Director, to provide an update to the Governors on the recent activity by Non-executive Directors relating to Quality and Outcomes.</p> <p>Sue Balcombe explained to the Governors how delegated authority had been given to the Committee to approve items brought for attention. This had been used on a number of occasions since it was granted and most recently in relation to the Patient Safety Incident Response Plan. Sue moved on to discuss the purpose of the Quality and Outcomes Committee, and how the members also included Executive Directors as well as Non-executive Directors. Sue told the Governors of the various data metrics that were discussed in the Committee as well as the reports that were discussed, which included the Care Quality Commission reports and action logs, Quality Account and Same Day Emergency Care Unit work, among others. Any issues found within the Committee were escalated to the Board through the Chair's Reports and challenged for help to resolve the issues. Sue finished her report by reminding the Governors that Non-executive Directors were seen as critical friends of the Executive Directors, but also as part of a unitary Board. She felt this was shown well through the work they did and looked forward to the relationship continuing.</p> <p>Aishah Farooq, Appointed Governor (Youth Involvement Group), asked how the patient safety partners fed into the Committee. Sue explained that there was a quarterly report received, which included the work done by patient safety partners.</p> <p>John Rose, Public Governor, asked about how Sue felt the meeting made a difference to the practices of the Trust. Sue explained that the meeting added value to the Trust through the reporting made. The Committee was moving forward to look at how they could collectively spot struggling services before they became a real problem. Julian Dennis, Non-executive Director, added that the risk management system in place was helpful for this shift in culture and vision.</p> <p>Ben Argo, Public Governor, asked how the Committee would make sure learning and progress was not lost when reporting was finished. Sue advised that there was an annual reporting list which was scrutinised by the Committee, as well as a core set of metrics from NHS England (NHSE). She highlighted that the peripheral metrics that the Committee received were key to ensuring the forward look did not miss any trends.</p> <p><b>Members RESOLVED to:</b></p> <ul style="list-style-type: none"> <li>• <b>Receive</b> the Chair's Report for information.</li> </ul>	
<b>COG:07/04/23</b>	<b>7. Chief Executive's Report</b>	
	<p>Eugene Yafele, Chief Executive, provided an update on the main issues facing the Trust. He focussed his update on three key areas: industrial action, Weston General Hospital and NHSE overview framework.</p> <p>Eugene highlighted the recent media attention around the Junior Doctors strike and advised the Council of Governors that the Trust in no way misled the British Medical Association (BMA) or NHS England on the requirements for cover, and the first priority for the Trust was always</p>	

	<p>patient safety. Eugene also highlighted that there were more strikes to come as announced by the Royal College of Nursing (RCN).</p> <p>Eugene Yafele confirmed that the grant application had been accepted for funding phase 1 of the Healthy Weston plan and work was now starting to understand a project plan. The Trust has also been informed that all NHSE Doctors in Training were due back to Weston General Hospital by Summer 2023.</p> <p>Eugene finished his update by advising the Council of Governors that the Trust had been assessed by NHSE on the Single Oversight Framework that was reported and given a rating of segmentation 3, which meant that the Trust required significant support on at least one of the national oversight themes.</p> <p>John Rose, Public Governor, asked for assurance around improving conditions for staff that were not monetary in nature, such as rest areas for staff that had been a historic issue. Eugene agreed that the Trust needed to consider how staff could be supported without giving extra money and this was being worked on. At the time of the meeting some benefits provided to staff included subsidised hot meals and access to wages before pay day. Discussion ensued over what kinds of food could be provided and how this was subsidised.</p> <p>Mo Phillips, Public Governor, asked whether the car parking options for staff had been considered in order to help with retaining staff. Eugene advised that the car parking policy in Bristol had been renewed with better options for staff, although acknowledged that the issues around car parking were never going to go away. Work was still being done on arranging better transport options for staff in Weston before reimplementing charges there.</p> <p>Ben Argo, Public Governor, queried the strike action and asked for assurance that the possibility of extended strikes had been discussed and escalated appropriately. Eugene confirmed that the possibility of strikes continuing far into 2023 had been discussed at length.</p> <p>Mohammad Rashid, Public Governor, asked how the Trust was managing the backlog of patients due to the strike action. Eugene advised that the expectation from central Government was to continue work on the backlog and decrease this as soon as possible.</p> <p>John Sibley, Public Governor, asked for assurance that the Trust was prepared for potential future strikes during the summer when it was expected to have less staff due to the holiday period. Eugene assured the Council of Governors that this was considered as it was during the Christmas 2022 period when many people would also usually book annual leave.</p> <p><b>Members RESOLVED to:</b></p> <ul style="list-style-type: none"> <li>• <b>Receive</b> the Chief Executive's Report for information.</li> </ul>	
<b>COG:08/04/23</b>	<b>8. Operational update</b>	
	Jane Farrell, Interim Chief Operating Officer, provided the Governors with an Operational Update. Jane highlighted the operational planning that	



	<p>had taken place and the plan to eliminate 104 week waits by the end of 2023. In relation to strikes, there was confirmed to be 3,901 cancelled outpatient appointments and 495 inpatient appointments. Jane explained that cancer trajectories were met in February 2023 and diagnostic trajectories were working on their targets. She finished by explaining a new Community Diagnostic Centre was being considered.</p> <p>Mo Phillips asked for an update relating to community health providers which were a major contributor to the no criteria to reside patients. Jane Farrell explained that the ICB did not yet have a fully integrated system model for discharge and relied on good working relationships; however she felt there was an increasing commitment to break down the issues with systems and processes in order to make a model that would work at optimum capacity and provide better outcomes.</p> <p><b>Members RESOLVED to:</b></p> <ul style="list-style-type: none"> <li>• <b>Receive</b> the Operational Update for information.</li> </ul>	
<b>COG:09/04/23</b>	<b>9. Annual Plan</b>	
	<p>Neil Kemsley, Chief Financial Officer, presented the annual plan to the Governors. He highlighted that from the financial year that had just ended, the Trust was expected to break even. The new financial year was likely to be another challenging year financially, with the Trust's savings plan set at around 3%. Turnover had increased by around £24m, with £1.9m set aside for the phase 1 of Healthy Weston 2 planning. There was an expected increase of staff of around 300 people and a variety of activity projections increased by around 3% from 2019 figures. He finished by advising that the plan had been submitted to the Bristol, North Somerset and South Gloucestershire Integrated Care Board (BNSSG ICB) on 30 March 2023.</p> <p>Ben Argo, Public Governor, queried the capital estates plan and asked how the priority cases were being managed. Neil Kemsley advised that although a tough decision, the Trust was pushing forward any estates work that could be done without much difficulty as quickly as possible. Ben responded suggesting the estate was getting older and more challenging to maintain and so priorities were all over the estate. Neil agreed with this, but stipulated that there was additional funding for these areas.</p> <p>John Rose, Public Governor, queried the increase in turnover and whether this was due to inflation or due to increase in clinical work. Neil Kemsley advised that the year on year uplift for more work had been scrapped and the Trust now had to be based on a national calculation. Unfortunately the national calculation fell short of where the Trust expected to be and so the turnover increase was based on this discrepancy.</p> <p><b>Members RESOLVED to:</b></p> <ul style="list-style-type: none"> <li>• <b>Receive</b> the Annual Plan for information.</li> </ul>	
<b>COG:10/04/23</b>	<b>10. Governor's questions</b>	
	Jayne Mee, Trust Chair, advised Governors that further to feedback received, this item had been added as a standing agenda item to provide	

	<p>a space to ask questions which related to the Public Board meeting held earlier in the day.</p> <p>Mo Phillips, Public Governor, queried the information provided by Emma Wood, Chief People Officer around the recruitment for nurses and asked whether there was any further information about what recruitment paths were available. Jayne Mee, confirmed there were the standard degree paths available, but the Trust was now offering other paths such as apprenticeships and training of staff already working for the Trust. Jayne further mentioned that the Trust was working closely with the University of the West of England (UWE) specifically arounds this area.</p> <p>John Rose, Public Governor, highlighted a report that suggested the Trust had approximately 17 different internal IT systems for patient records and notes, and a separate report around training for managers. He asked whether any further information on whether there was a real need for this number of systems could be discussed, and whether there was any further information on the management training package available. Jayne Mee advised that a report on the management training offer had been discussed at a recent People Committee which would soon be filtered through to the Governors. Neil Kemsley, Chief Financial Officer, advised that the number of systems was not an issue as long as they all spoke to each other and this was what was being discussed and reviewed. It was highlighted that some systems did not present patients with requirements adequately enough and it was hoped that the new Chief Digital Information Officer that was due to come into post would be able to review and ensure this worked better.</p>	
<b>COG:11/04/23</b>	<b>11. Nominations and Appointments Committee report</b>	
	<p>Mark Pender provided an update on the Nominations and Appointments Committee meeting held on 1 February 2023. Mark discussed the Non-executive Director recruitment process and advised that the short listing, focus groups and interviews were due to be held in May 2023.</p> <p>There were no comments from the Council of Governors.</p> <p><b>Members RESOLVED to:</b></p> <ul style="list-style-type: none"> <li>• <b>Receive</b> the Nominations and Appointments Committee for information.</li> </ul>	
<b>COG:12/04/23</b>	<b>12. Governor and Membership Forward Look and Election Update</b>	
	<p>Emily Judd, Corporate Governance Manager, provided an update to the Council of Governors. She advised of the activity Governors had undertaken since February 2023, which included focus groups, development seminars and a Health Matters Event. Looking forward, Emily highlighted the ongoing elections which were due to conclude on 22 May 2023.</p> <p>There were no comments from the Council of Governors.</p> <p><b>Members RESOLVED to:</b></p> <ul style="list-style-type: none"> <li>• <b>Receive</b> the Governor and Membership Forward look and Election Update for information.</li> </ul>	
<b>COG:13/04/23</b>	<b>13. Council of Governors Register of Interest</b>	



	<p>Emily Judd provided an update on the Register of Interest for Governors. She highlighted that two Governors had yet to register their interests, but these were being chased by the Corporate Governance Team.</p> <p><b>Members RESOLVED to:</b></p> <ul style="list-style-type: none"> <li>• <b>Receive</b> the Council of Governors Register of Interest for information.</li> </ul>	
<b>COG:14/04/23</b>	<b>14. Governor's Log of Communications</b>	
	<p>Emily Judd, Corporate Governance Manager, noted the updates in the Governor's Log of Communications. She highlighted that one question was with the Governors for a response.</p> <p><b>Members RESOLVED to:</b></p> <ul style="list-style-type: none"> <li>• <b>Receive</b> the Governors Log of Communications for information.</li> </ul>	
<b>COG:15/04/23</b>	<b>15. Any Other Business</b>	
	There was no other business discussed.	
<b>COG:16/04/23</b>	<b>16. Meeting close and date of next meeting</b>	
	The Chair declared the meeting closed at 17.20. The date of the next meeting would be Thursday 15 <sup>th</sup> June 2023.	

**Council of Governors meeting – 29 June 2023**  
**Action Log**

Actions following Council of Governors meeting held on 18 April 2023					
No.	Minute reference	Detail of action required	Responsible Officer	Completion date	Additional comments

No actions from last meeting

## Meeting of the Council of Governors on Thursday 29<sup>th</sup> June 2023

<b>Report Title</b>	<b>Chair's Report</b>
<b>Report Author</b>	<b>Jayne Mee, Trust Chair</b>
<b>Executive Lead</b>	<b>Jayne Mee, Trust Chair</b>

### University Hospitals Bristol and Weston NHS Foundation Trust Non-Executive Director Activity Report: *November 2022 – April 2023*

*Please provide a brief reflection on your activities in the six-month period from November 2022 to April 2023.*

Since my last activity report in November 2022, we have had a very challenging winter with very sick patients, trying to reduce the backlog operations and industrial action. Against this backdrop, the teams have gone above and beyond once again to keep patients safe, and we have all been very mindful of the health and wellbeing of our staff and have done whatever we can to assist them.

#### Board Meetings

In my role as Chair, I have chaired:

- Private Board
- Public Board
- Council of Governors
- Board Seminars
- NED only meetings and briefings
- Remuneration, Nominations and Appointments Committee
- Nominations Committee
- Governor and NED Engagement sessions

I have continued to attend the Quality and Outcomes Committee, People Committee and Finance and Digital Committee.

#### Trust Departmental Visits

I have visited key areas of the Trust with senior clinical colleagues and NEDs:

- Pharmacy with Jon Standing, Director of Pharmacy.
- BRI Mortuary with Steve Cowley
- South Bristol Community Hospital with Amanda Cheesley, Chair of Sirona
- Gift of Life Organ Donation Artwork Opening Ceremony at the BRI Welcome Centre
- Visit to the Sustainability team.
- Interviewed by Sunshine Radio in Weston

I also was privileged to meet Jayne Chidgey-Clark, National Guardian Freedom to Speak Up when she visited the Trust.

## **Board Development**

On 20<sup>th</sup> January the Board had a Development Day with Dr Eden Charles from People Opportunities. We explored the way in which the board works together and leads the organisation in relation to diversity and inclusion. As a result of an excellent day the board lead by Eugene Yafele will develop a 'programme of work' to really support our staff in the co-development of a multi-focal strategy that draws upon wisdom and lived experience.

## **Integrated Care System (ICS)/Partnership Working/NHS Providers/NHS England**

I attended the Integrated Care Partnership Board in Knowle West just before Christmas and Martin Sykes attended the Integrated Care Partnership Board on my behalf whilst I was on annual leave in February. Much of the meeting discussed how to move the ICP strategy further forward so that it linked with the ICB Joint Forward Plan. This is currently underway, and I have my next meeting with Colin Bradbury the ICB Director of Strategy in May.

I attended the South West Regional Roadshow hosted by Amanda Pritchard, Chief executive of NES England to launch the Operating Plan Guidance for 2023/24.

I have continued to co-chair the Acute Provider Collaborative Board with Michele Romaine, Chair at North Bristol NHS Trust (NBT). The Joint Clinical Strategy options are now ready for further development following agreement by South West Region NHSE and the Integrated Care Board.

We have appointed Neil Darvill current Chief Digital Information Officer at NBT into the joint role of CDIO covering both Trusts after a competitive process. Neil is starting at the beginning of June and will spend considerable time at UHBW in the first instance to 'take stock' of where we are digitally and make recommendations for both digital convergence with NBT and anything else specific to UHBW.

## **Recognition Awards**

I very much enjoyed celebrating with colleagues at the Recognition Awards on 21<sup>st</sup> April at Ashton Gate and presenting my two Chair's awards, one to the EKMO Team and the other to Mark Lyttle, paediatric consultant who had supported the digitisation of the ED department at the Children's Hospital.

## **Staff Networks**

I continue to meet regularly with the Staff Network Chairs and Vice Chairs along with Charlotte Nicol our Equality, Diversity, and Inclusion Manager. I am delighted to be opening the Network Conference planned for 16<sup>th</sup> May. This will be the first time we have run such an event to celebrate the diversity of our workforce. We shall be joined by speakers who have interesting stories to share about their lived experiences.

## **Staff side meetings**

I have continued with my regular monthly meetings with the staff side Joint Union Committee representatives. This is a good way of triangulating what I hear, see, and read about matters affecting our staff teams across the Trust. Rachael Bailey, one of our Weston Midwifery team has recently taken on the role of chair of the Joint Union Committee and has been working with me to make sure we get the very best from our update meetings with the other trade union representatives.

**Reciprocal Mentoring**

I feel very privileged to have been selected as a Reciprocal Mentor as part of our Bridges Talent Management Programme. I have had two meetings with my mentee and look forward to visiting him at the Macmillan Centre in Weston at the end of May.

**Other regular internal meetings**

I have met regularly with:

- Eugene Yafele every week
- Mo Phillips, Lead Governor
- Emma Mooney, Director of Communications
- Eric Sanders, Director of Corporate Governance

**New Governors**

Mo Phillips and I met with our new Governors Libby Thompson and Fi Hance as part of their induction to the role.

**Bristol and Weston Hospitals Charity**

I was delighted to attend the BWHC Carol Concert at Bristol Cathedral. It was the first time since the pandemic to all be back together in the beautiful building. It was a lovely evening shared with many patients, staff, friends, and family.

I met with Paul Kearney the CEO of the charity recently, where amongst other things we discussed how the charity could support the key components of Patient First to ensure that funding from the charity was supporting its rollout and embedding in the most effective ways in the Trust. Eugene is arranging for a detailed briefing on Patient First for our charity colleagues.

**NED Recruitment**

We have recently shortlisted for the 2 Non-Executive Director and 2 Associate Non-Executive Director positions. Stakeholder sessions take place w/c 15<sup>th</sup> May and panel interviews w/c 22<sup>nd</sup> May. I look forward to appointing to the Board from a strong field.

**NED Appraisals**

I have completed the following NED appraisals:

- Jane Norman
- Martin Sykes
- Sue Balcombe
- Bernard Galton

Marc Griffith's, Roy Shubhabrata and Arabel Bailey will have theirs during July.

**Bristol One City – City Partners Group Meeting**

I have continued to be part of the City Leaders group.

***Please provide examples of how you have impacted Executive Directors and decision-making for the Trust over the last six months.***

All the areas of focus for me in the last 6 months have impacted Executive directors and supported decision making. My weekly meetings with Eugene are very much problem-solving meetings where I can influence and support.

- **Focus on winter, elective restoration, urgent care demand, and No Criteria to Reside** – this has continued to be top of mind in conversations with all Executives and much progress has been made. There is still more to do in becoming more productive and continuing to clear the backlog that has grown since the industrial action started.
- **Keep Workforce, Estates and Digital high on our agenda** – there is a clear workforce plan now so we know what we need to recruit, and in particular by going overseas for International nurses, whilst continuing to promote the 'home grown' apprenticeships in house. Estates continues to be a challenge, however we have getting greater clarity of the whole estate and how it may best be utilised, the Digital team continue to drive the agenda forward however the appointment of Neil Darvill as Joint CDIO will move this forward so we have clarity on the priorities.
- **Chair the recruitment of our new COO** – we brought Jane Farrell in as Interim and have now been delighted to make her our permanent COO
- **Chair the recruitment alongside the Chair of NBT for the CDIO position** – completed as above
- **Healthy Weston 2 and continued embedding of CQC actions** – Healthy Weston 2 is moving forward into Phase 1 of its journey with all stakeholders support. COC actions have been achieved and embedded in the hospital.
- **Continue to build a unitary high performing Board** – this we continued to do with Eden Charles in January and have just had a day with Hannah Farrar from Carnell Farrar on Collaboration.
- **ICS/ICP/Provider Collaborative development** – the report details what I have been involved in
- **Continue to be out and about supporting our people** – this has been more of a challenge with the industrial action, as the last thing I want is to be in the way. Let's hope a little more normality can resume.

***Please include a brief description of your current areas of focus and aspirations for the coming six months.***

Looking forward, much of my focus remains consistent over the coming weeks and months:

- Supporting the team through the challenges of elective restoration and demand
- Keeping Workforce, Estates and Digital high on our agenda.
- Chairing the recruitment of NEDs and Associate NEDs
- Preparation for and concluding NED Appraisals and conducting Eugene's Appraisal and setting objectives for the coming year.
- Continuing to build a unitary high performing Board.
- ICS/Provider Collaborative development and the Joint Clinical Strategy
- Managing patient complaints with greater effectiveness
- Focus on productivity and efficiency.



# Education Strategy 2022-2025



collaborative

We are



innovative



respectful



supportive

# Our Education

“  
Together we will  
make UHBW the  
best place to work



# Introduction



Education is key to enabling colleagues to deliver exceptional care, improve the health of the people we serve and make UHBW the best place to work.

Our refresh of the education strategy reflects the pace of change within the learning and development landscape. The world is a very different place following the COVID-19 pandemic. The challenges faced by our colleagues catalysed a need to think and work differently. System partners across Bristol, North Somerset and South Gloucestershire (BNSSG) came together to devise new ways of upskilling our colleagues; to think differently about how best to support our students in practice; and to embrace the emerging technologies to assist learning, development and colleague experience. This system collaboration continues through the work of the Integrated Care System Learning Academy. Working together not only benefits our learning and development offer but increasingly is integral to all that we want to achieve. Many of our strategy milestones reflect this.

UHBW believes in compassionate inclusive leadership. Our new offer demonstrates the organisation’s commitment to making sure that our leaders have the appropriate skills to empower the colleagues that they manage. The new opportunities that apprenticeships, new roles and new ways of working bring enable us to consider again our curriculum, its fitness for purpose and to reflect a mode of delivery that meets an increasingly diverse audience. Technology enables new blended approaches to teaching and learning encouraging widening participation across our community by providing opportunities where they previously didn’t exist.

Our learning and development offer has both breadth and depth. We provide careers information, advice and guidance for students in schools and colleges, raising the profile of the range of careers within the Health and Care sector for our potential workforce.

We work with training providers in Further and Higher education to develop the curriculum and support our students in practice as they transition from non-registered to registered professionals.

We want our colleagues to continue to learn and develop. We are developing career pathways that help to navigate the more than 380 occupations in Health and Care with various entry and exit points which is key to unlocking colleague potential and enabling progression. We will remove barriers to learning by providing opportunities to ensure that we improve English, maths and digital literacy skills of our workforce so that everyone can develop. Through education we hope to reduce the significant health inequalities across BNSSG and provide a workforce that has the right knowledge, skills and experience to improve patient care.

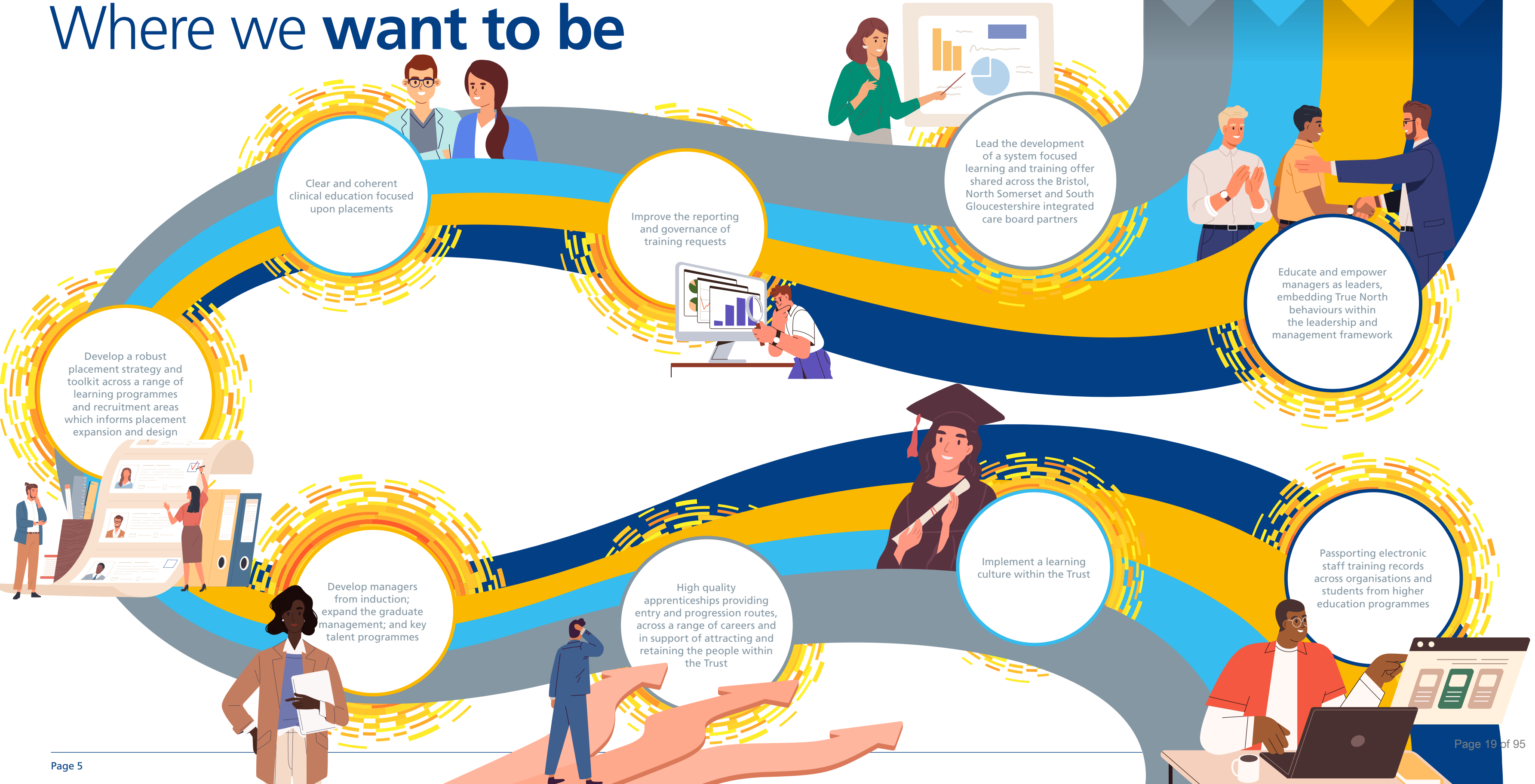
**Jean Scrase - Associate Director of Education**

# Where we are now





# Where we want to be



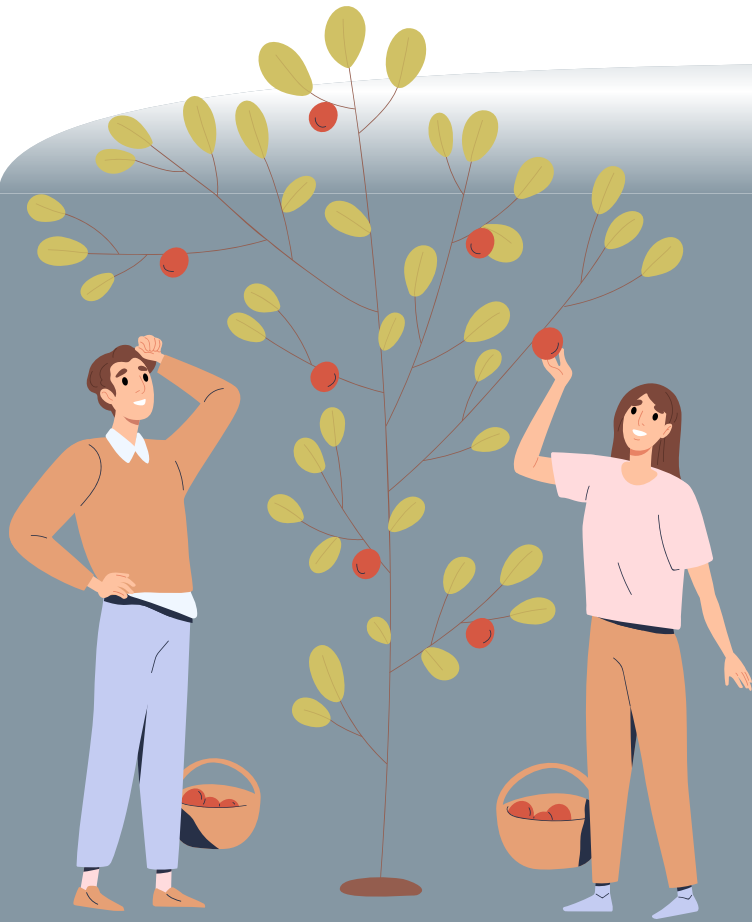
# Glossary

- BNSSG - Bristol, North Somerset and South Gloucestershire
- CESR - Certificate of Eligibility for Specialist Registration
- HCSW - Healthcare Support Worker
- ICB - Integrated Care Board
- IMG - International Medical Graduate
- KPI - Key performance indicator
- MTI - Medical Training Initiatives
- PGME - Post Graduate Medical Education





# About the Education Strategy



**Growing for  
the Future**



**New ways of  
Working**



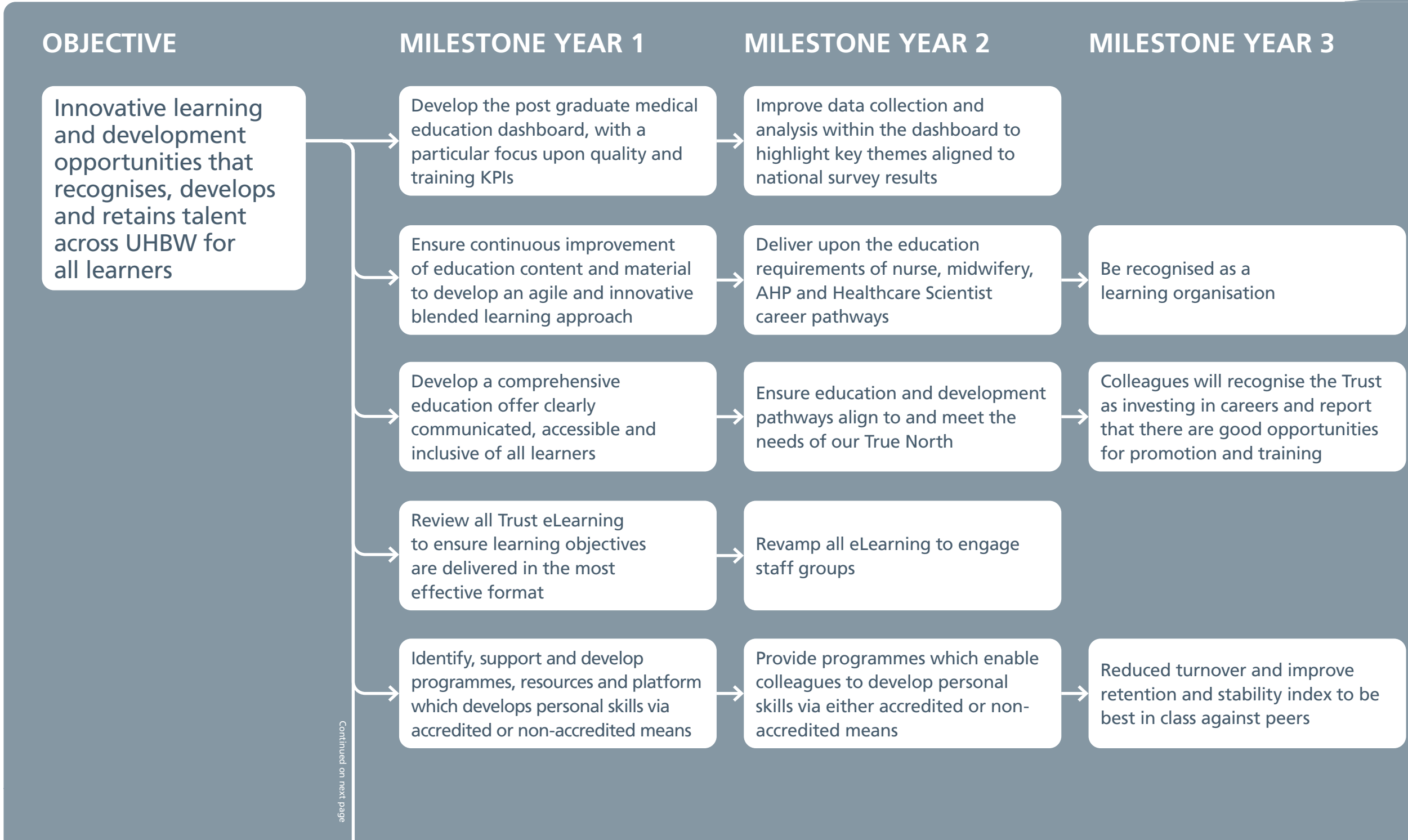
**Inclusion &  
Belonging**



**Looking after  
our People**

# Objectives

## Growing for the Future



# Objectives

## Growing for the Future

OBJECTIVE	MILESTONE YEAR 1	MILESTONE YEAR 2	MILESTONE YEAR 3
Innovative learning and development opportunities that recognises, develops and retains talent across UHBW for all learners	Develop senior clinicians associate development, CESR and MTI training leads	Develop integrated training pathways within the Trust and widen IMG access to training pathways within the ICB. Integrate departmental involvement with medical support worker training programmes	Develop international partnerships across post graduate medical education specialties.
	Target the needs of colleagues linked to our operational and workforce plans and Trust training needs analysis	Improve grade attainment across all learners within the Trust	
	Ensure a robust annual training needs analysis is implemented and reported upon to divisions	Develop the reporting of the training needs analysis to inform education decision making	Develop an integrated training needs analysis template across the ICB
	Review of essential training learning resource	Focus upon opportunities for blended learning with essential training	There is a recognised learning culture of training compliance which celebrates achievement
		Improve curriculum materials and resources to be more representative of all learner groups	System wide procurement of training providers to ensure cost effective, high quality and fit for purpose provision

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# Objectives

## Growing for the Future

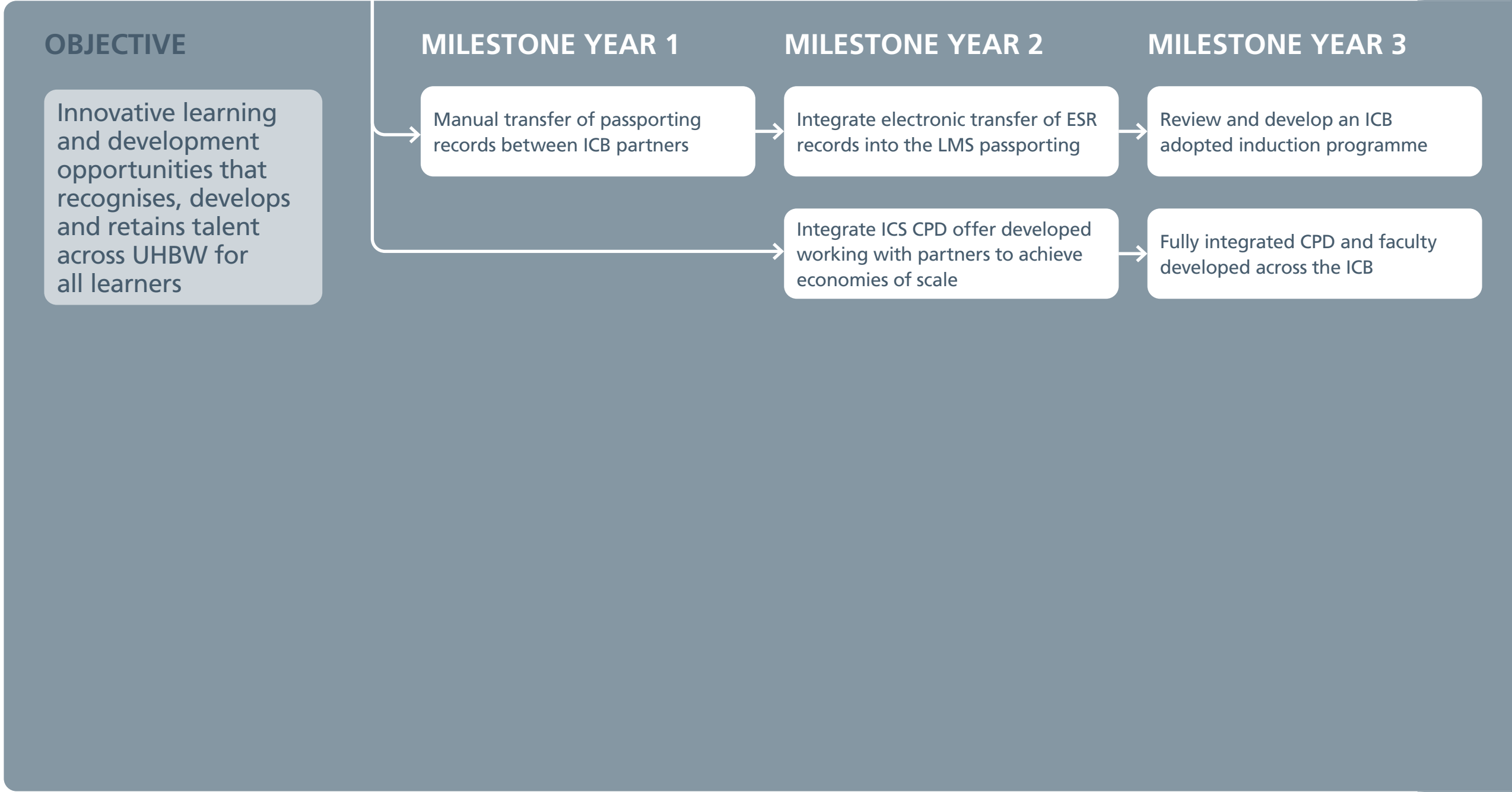
OBJECTIVE	MILESTONE YEAR 1	MILESTONE YEAR 2	MILESTONE YEAR 3
Innovative learning and development opportunities that recognises, develops and retains talent across UHBW for all learners	→ Increase annual check-in conversation compliance to meet Trust target to ensure all staff have individual development plan	→ Develop the link between appraisal and essential training compliance reporting based upon the development of a new appraisal template	
	→ Increase the range of simulation based activity available to all Trust staff groups	→ Implement a hybrid balanced simulation provision of internal and external facing provision which fully integrates the Weston division offer	→ Collaborate with external partners to develop the simulation offer across the ICB
	→ Pilot a knowledge management strategy within education	→ Develop an inclusive knowledge management strategy for all staff groups	→ Review ICB education knowledge management and develop a new offer
	→ Develop clear career progression pathways for all staff groups	→ Develop the Kallidus Learn platform to host education provision	→ Progression pathways available and accessed by new staff from the point of induction
	→ Develop a robust placement evaluation survey report within NETS, GMC survey and HEE	→ Develop a strategy to facilitate and respond to challenges and risks within placement, as highlighted by various surveys	

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# Objectives

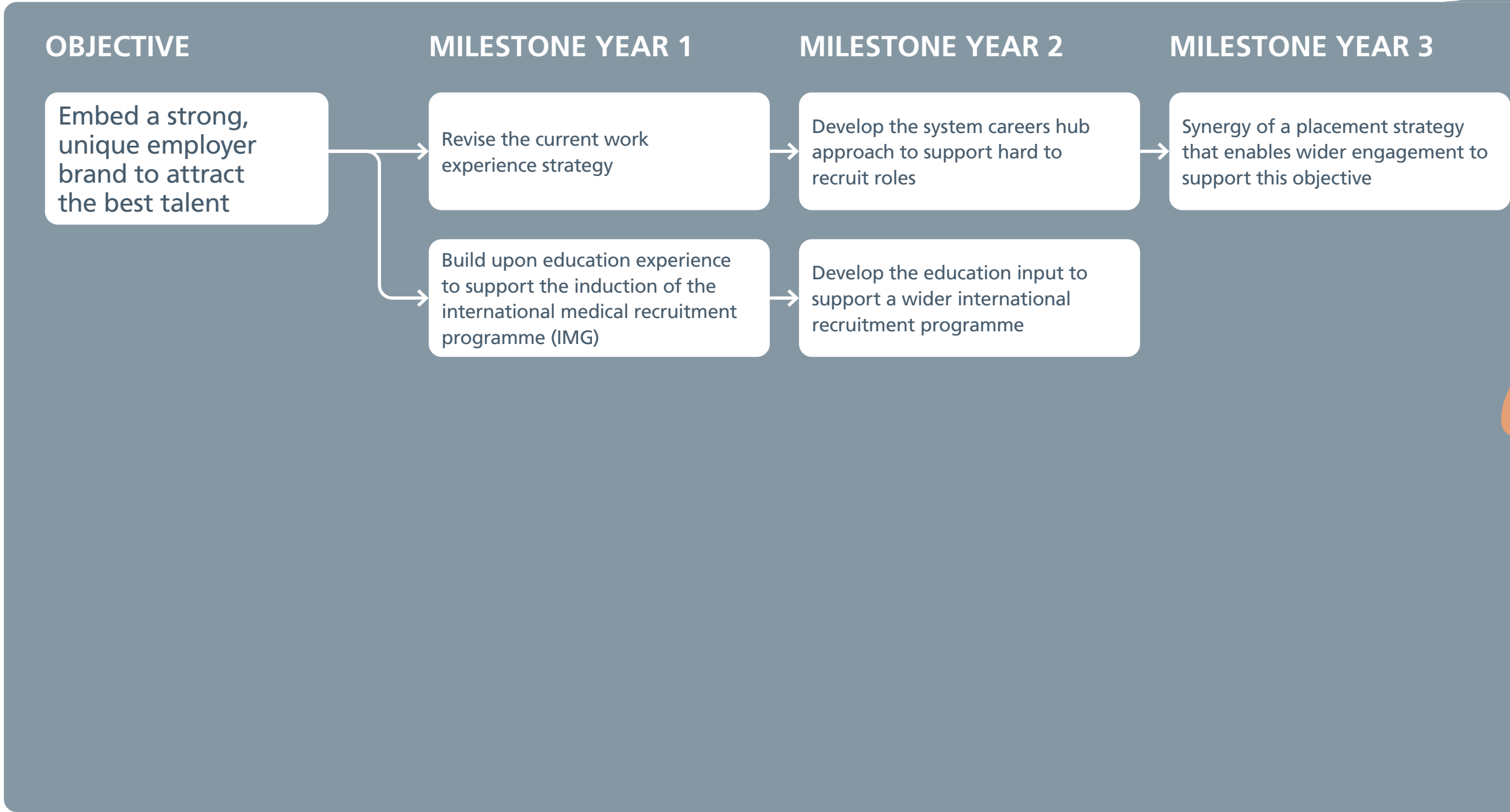
## Growing for the Future





# Objectives

## Growing for the Future





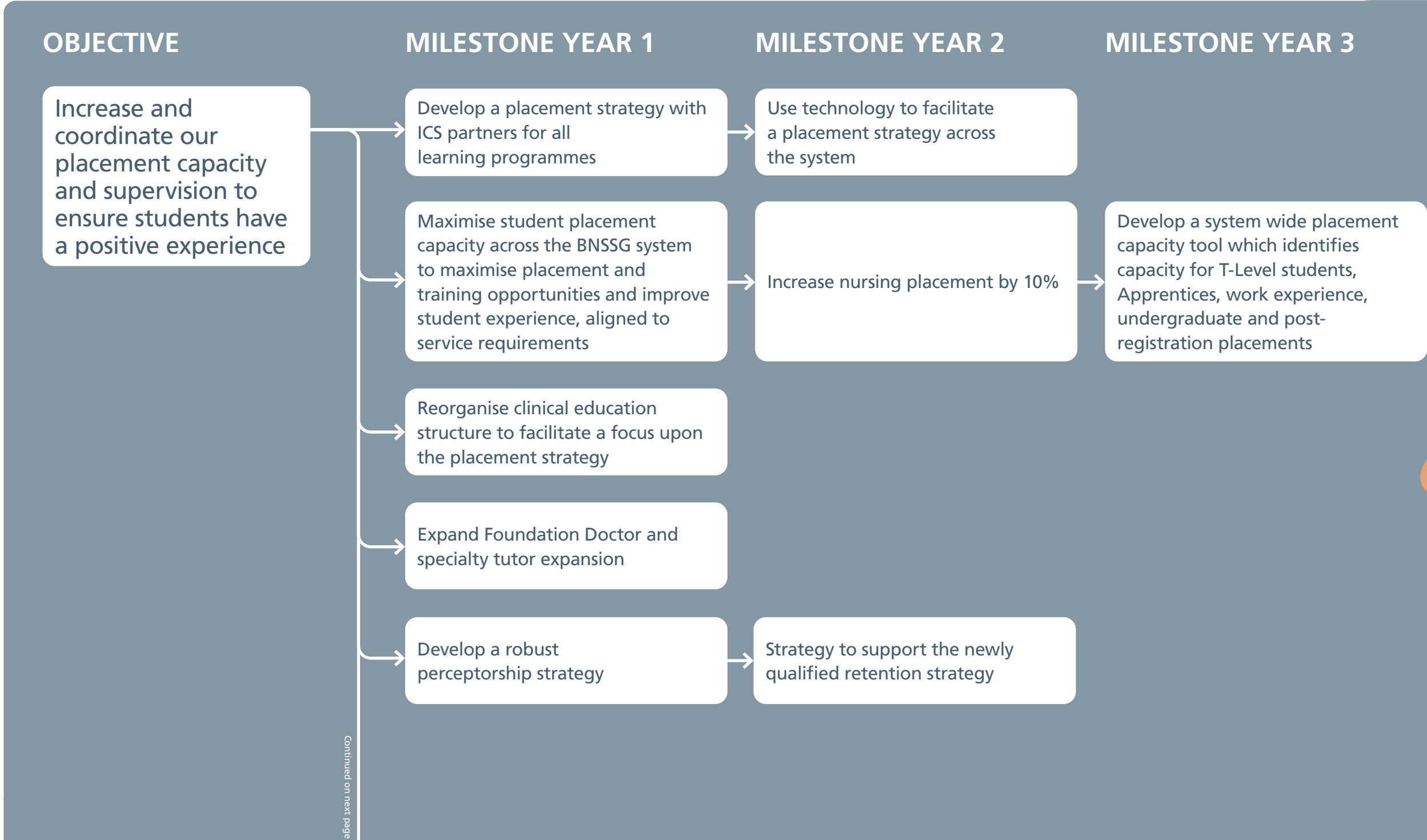
# Objectives

## Growing for the Future



# Objectives

## Growing for the Future



# Objectives

## Growing for the Future



# Voices of the future

## Growing for the Future



I have lots of opportunities to learn

I can see HCSW staff care and are confident and proud to work here

The induction process was really easy and I settled into my new role well

I feel safe within my working environment

I know where to find training opportunities

I understand my essential training

My placement and supervision has been excellent

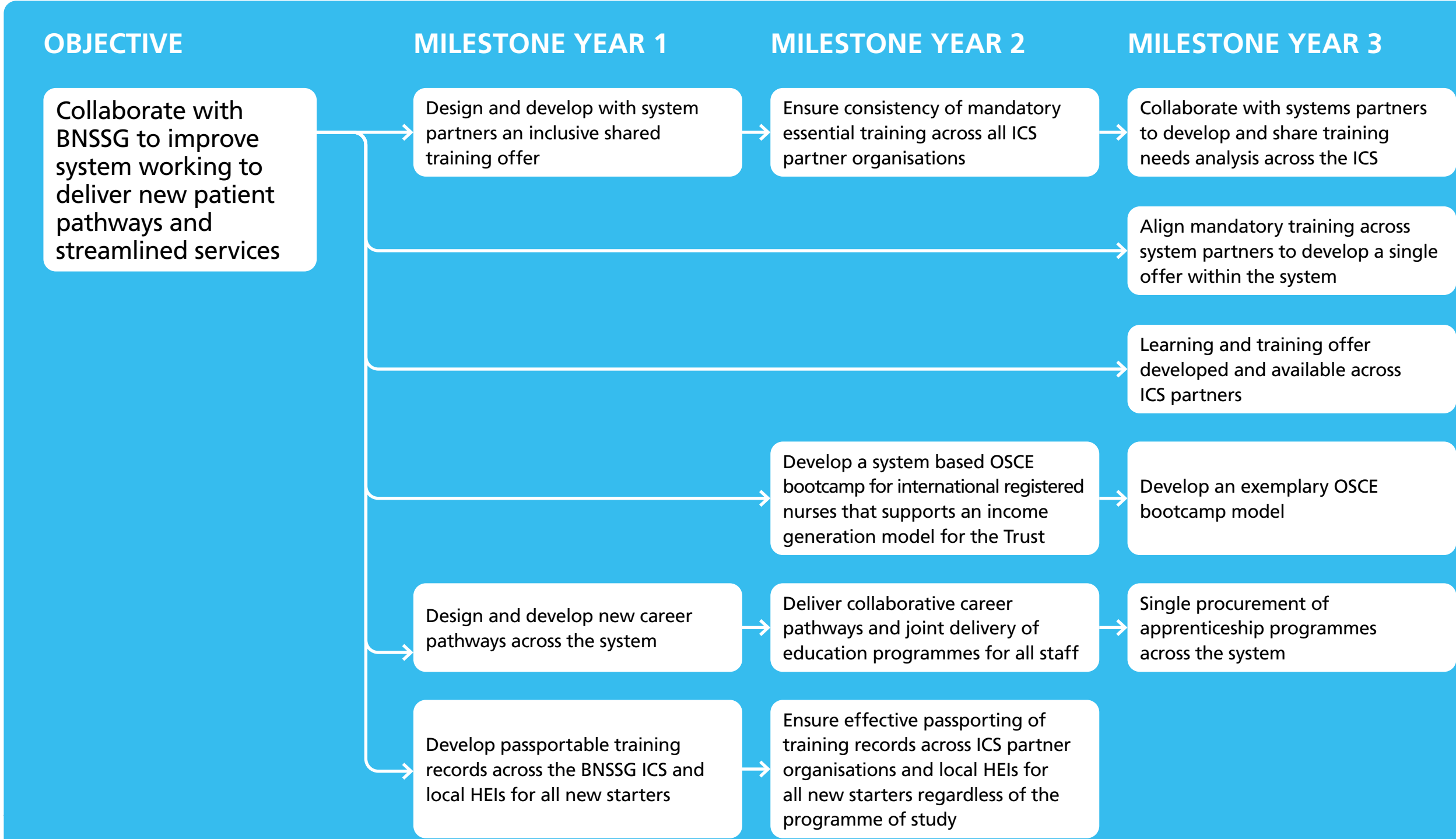
HOW WE’LL MEASURE IT:

- Appraisal and essential training
- Increased and diversified staff profile enrolling upon an apprenticeship
- Achieving the public sector target of 2.3% of workforce on an apprenticeship programme
- Feedback from learners
- Professional accreditation

STAFF

# Objectives

## New ways of working



# Objectives

## New ways of working

OBJECTIVE	MILESTONE YEAR 1	MILESTONE YEAR 2	MILESTONE YEAR 3
Embed our new comprehensive leadership, management and coaching offer to develop compassionate and inclusive leaders who role model our Trust values	Develop a compassionate and inclusive leadership, management and coaching offer for all staff groups which integrates the Trust values, Leadership behaviours and Patient First traits	Deliver leadership development for all staff groups, integrate and expand the graduate and talent programmes	Provide a recognition route and talent management pipeline for all leaders and managers
	Align Leadership, Management and Coaching offer to an evidence and values based leadership competency framework	Ensure all leaders with line management and/or appraisal responsibility attend a mandated leadership and management programme	Ensure all managers are suitably qualified leaders
	Introduce and embed a leadership framework that signposts clear career pathways to internal and external provision	Define clear routes of communication to support an internal and external offer	Embed an effective centralised hub for leadership, management and coaching
	Implement a mandated programme route for all leaders and managers	Promote line manager compliance with the mandated programme	Effective line manager compliance with the leadership, management and coaching offer

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# Objectives

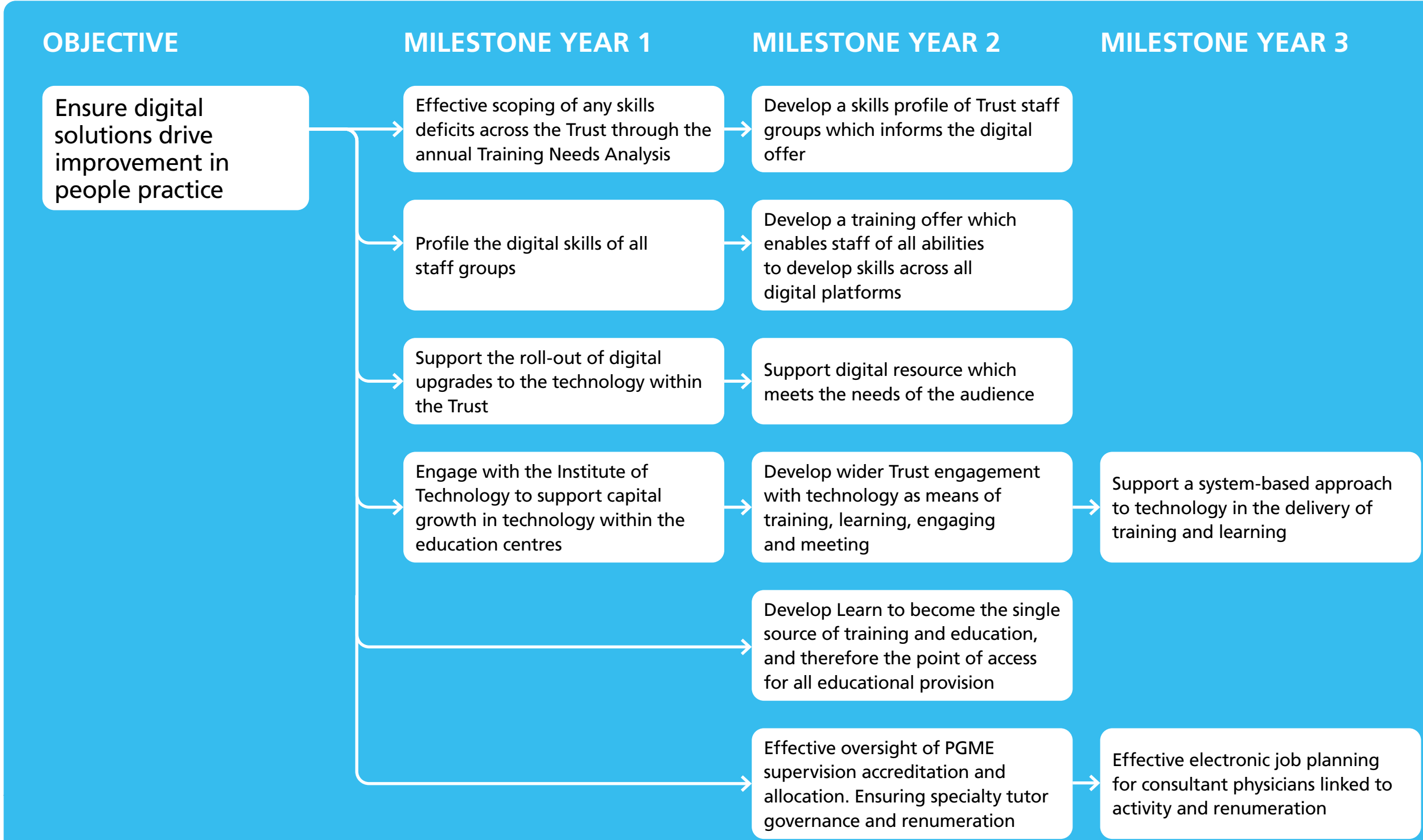
## New ways of working

OBJECTIVE	MLESTONE YEAR 1	MLESTONE YEAR 2	MLESTONE YEAR 3
Embed our new comprehensive leadership, management and coaching offer to develop compassionate and inclusive leaders who role model our Trust values	Develop a single point of access for the management, leadership and coaching offer that is hosted upon Kallidus Learn	Expand resources available to support leaders and managers via Kallidus Learn	
	Promote the leadership and coaching development opportunities within apprenticeship standards	Maximize the use of the apprenticeship levy to support the development of leadership capability and succession planning	Embed leadership, management and coaching apprenticeships within succession plans and talent pipelines
	Expand the leadership offer and a system coaching faculty within the Trust and ICB	Develop an internal network of trained mentors and coaches	Be recognised as having embedded a coaching and continuous improvement culture
	Ensure SW Leadership Academy offers are well publicised and linked to our new leadership framework	Integrate SW Leadership Academy and internal resources	Effective utilisation of the SW Leadership Academy offer within succession plans and talent pipelines



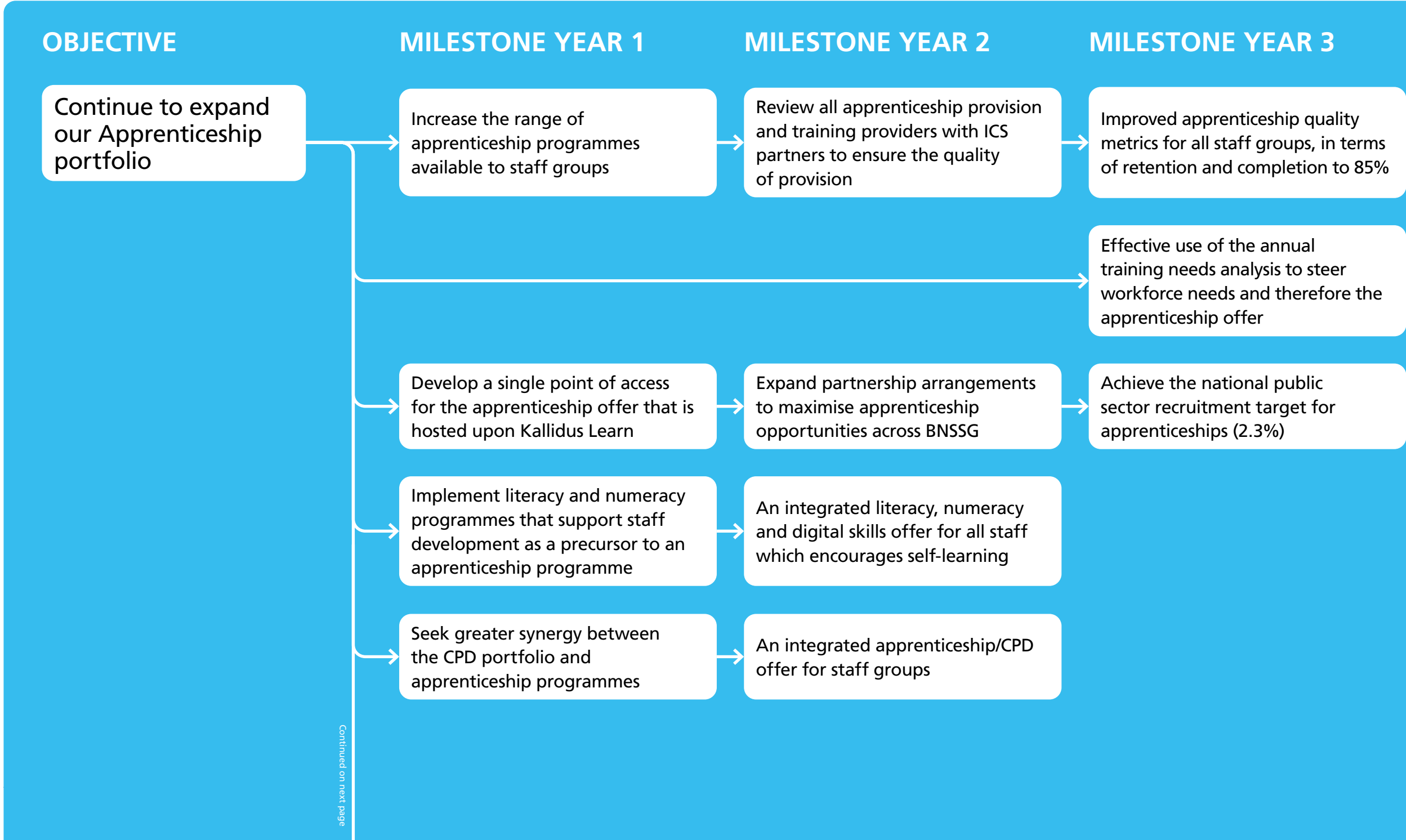
# Objectives

## New ways of working



# Objectives

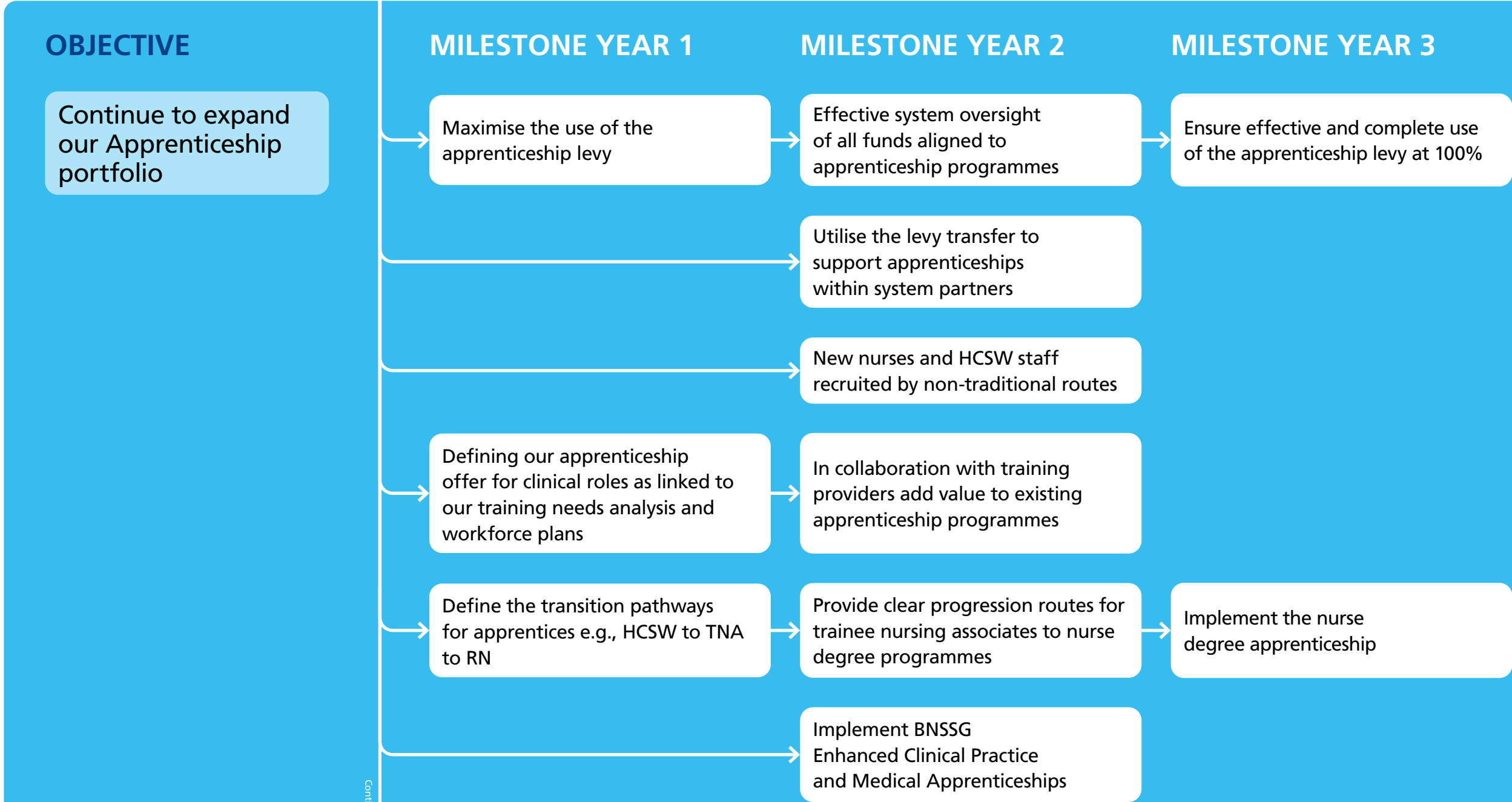
## New ways of working



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# Objectives

## New ways of working



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# Objectives

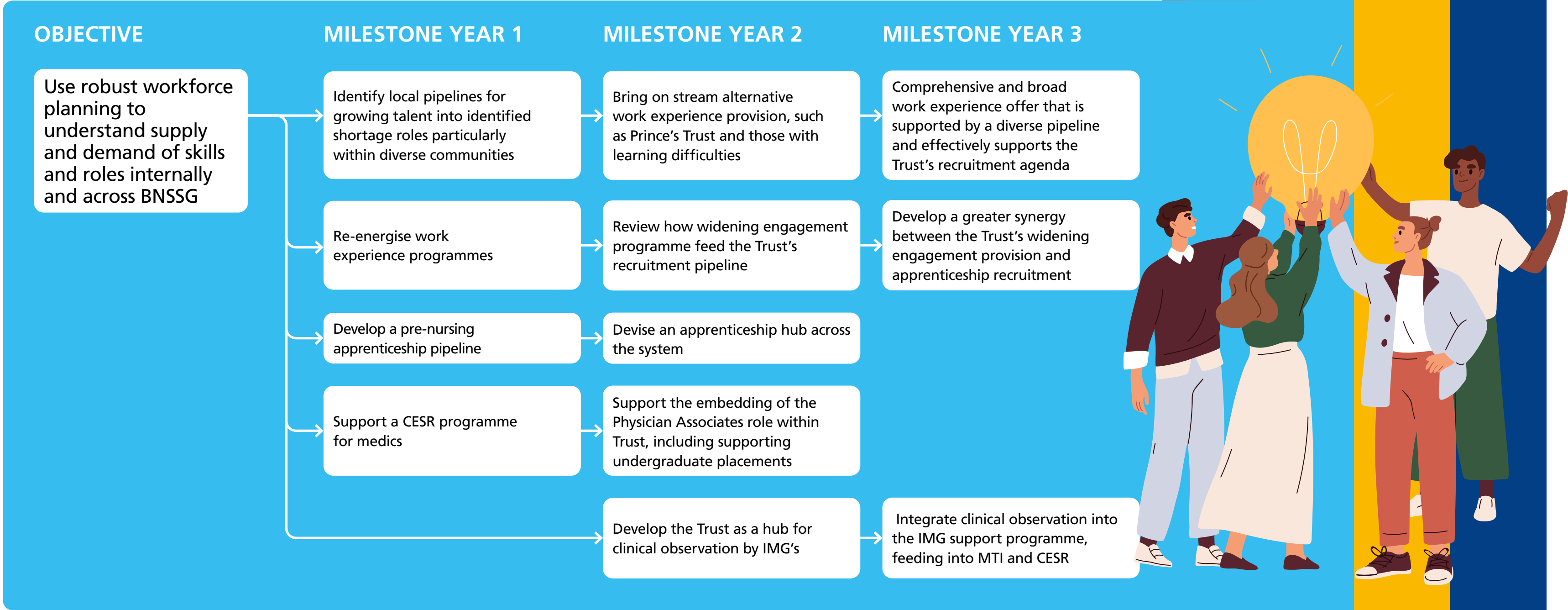
## New ways of working

OBJECTIVE	1	2	3
Continue to expand our Apprenticeship portfolio	Implement a retention and progression strategy for healthcare support workers to reduce turnover to meet peer performance	Raise the profile of HCSW staff within the Trust through annual awards ceremonies	Be an exemplar for the HCSW programme nationally
	Implement a comprehensive 16–18 year old apprentice strategy	Increase school leaver apprenticeship recruitment by 20%	Exemplar 16–18 year old apprenticeship programmes
	Revise the current work experience strategy aligned to the system-based careers hub	Implement an effective work experience and outreach programme	Robust work experience programme which engages schools and colleges that reflect our local community
		Develop T-Level pathways across each relevant staff group	Trust wide T-Level provision across all sectors
		Digitise the career pathways from post-16 year old into employment	Develop an system work experience alumni model
		Develop with system partners the one-stop careers hub model	Develop direct interviewing with further education and higher education partners
	Revise the Trust’s traineeship programme to maximise its impact upon the Trust’s recruitment pipeline	Implement an ICS careers hub to attract talent	



# Objectives

## New ways of working





# Voices of the future

## New ways of working

I know where to access the Trust's apprenticeship offer

There are lots of opportunities for me to develop my leadership and management skills

I can work and study at the same time to develop my career

STAFF

I enjoyed my work experience placement

My placement has influenced my future career options

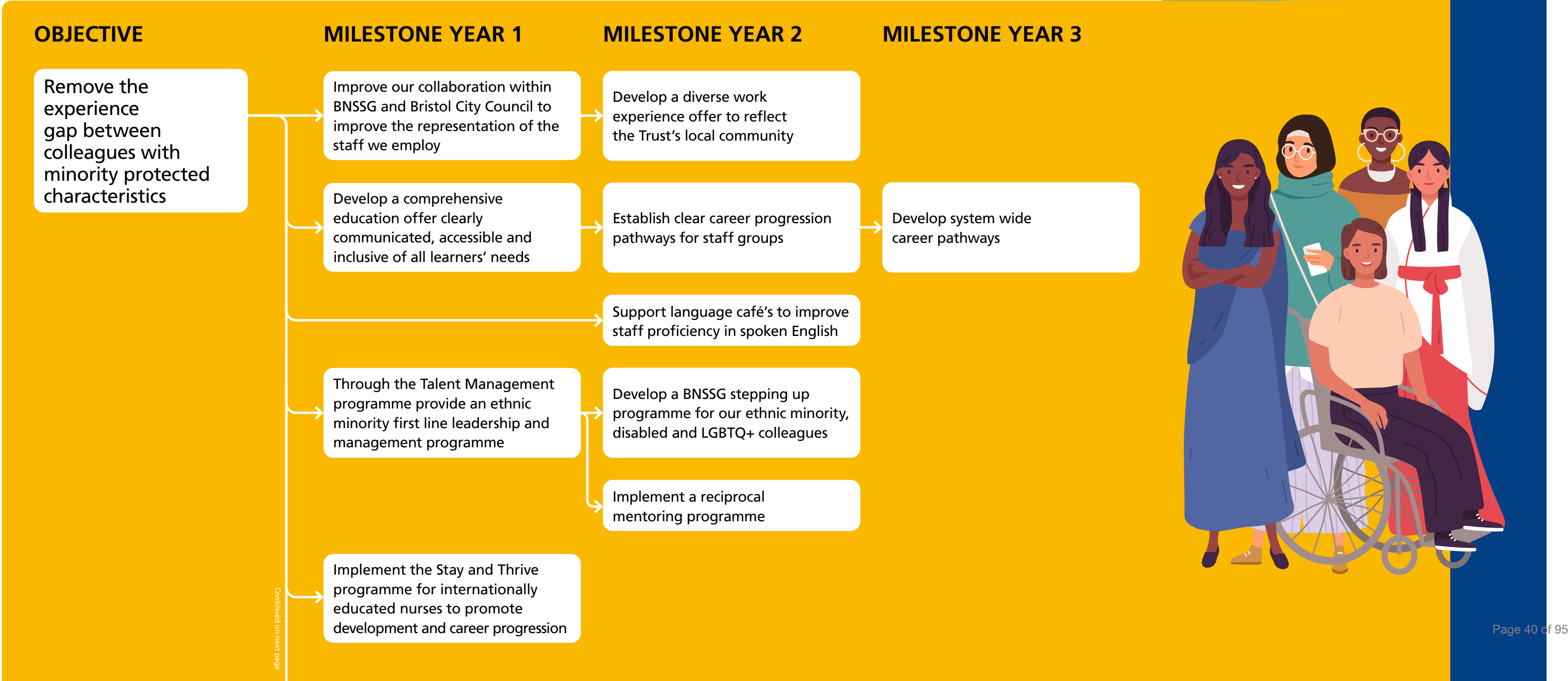
STAKEHOLDERS

HOW WE'LL MEASURE IT:

- Apprenticeship growth
- Numbers on apprentices and standards
- Trust commitment to 20% levy transfer
- Number of mandated managers compliant with the management and leadership programme
- Number of leadership and management apprenticeships
- Work experience student numbers
- Diversity profile of work experience provision
- Visible learning offer available on Kallidus
- Number of senior leaders engaging with the leadership and management and coaching programmes and courses

# Objectives

## Inclusion and Belonging





# Objectives

## Inclusion and Belonging



# Voices of the future

## Inclusion and Belonging

**I feel safe**

**Inclusion is central to our training**

**The stay and thrive programme encouraged me to develop my career within the UK**

**I can see more people who look like me progressing to senior roles**

**STAFF**

**Developing my literacy and numeracy within my place of work enabled me to progress within my career**

**The Trust reflects my community and career aspiration after school/college**

**STAKEHOLDERS**

**HOW WE'LL MEASURE IT:**

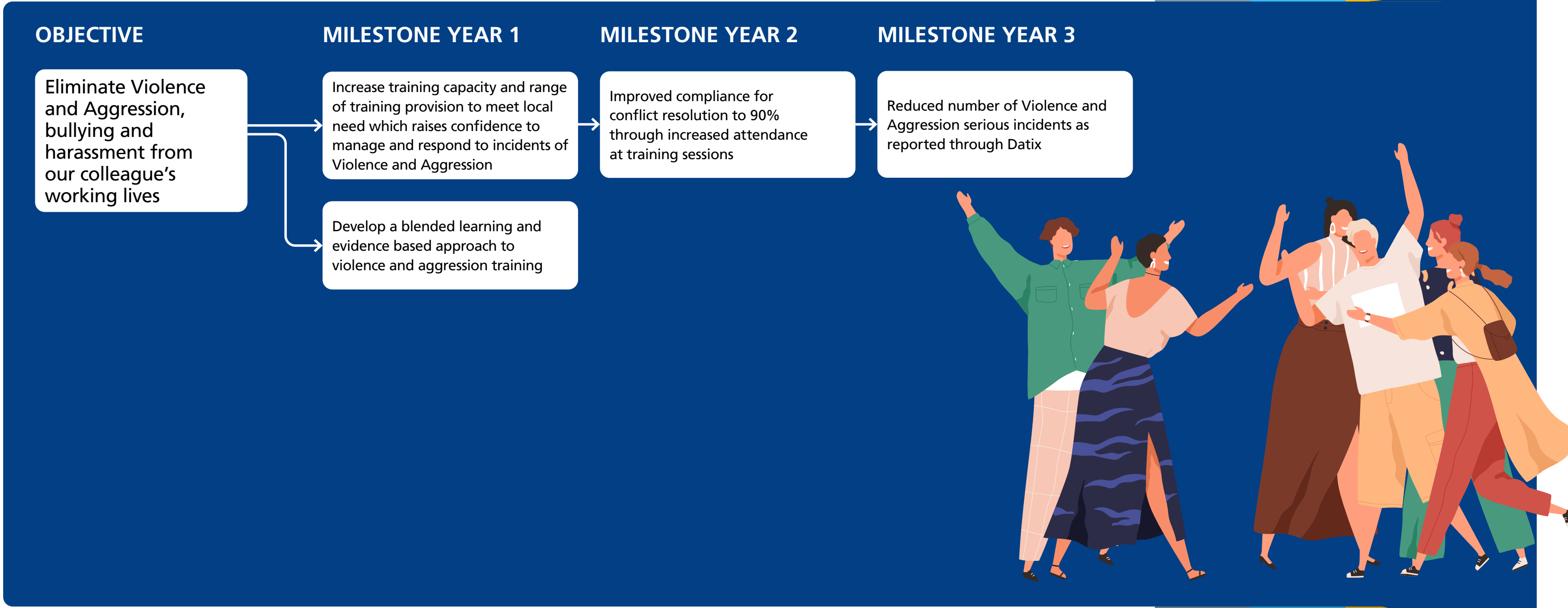
Improving metrics of colleagues with protected characteristics

Increased number of outreach programmes



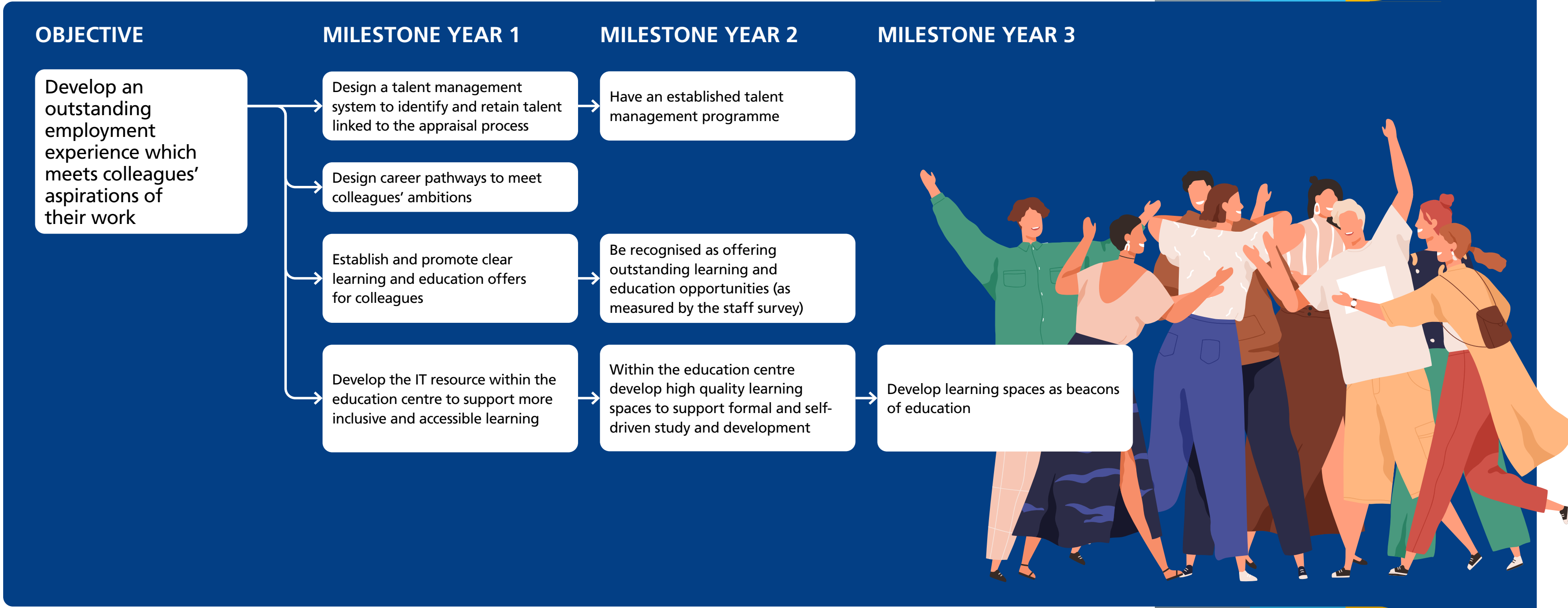
# Objectives

## Looking after our People



# Objectives

## Looking after our People



# Voices of the future

## Looking after our People

I feel safe at work

Talent is developed within the Trust

Bullying, harassment and violence and aggression is treated seriously by my manager

The Trust has developed my training to manage violence and aggression

Accessing training which has supported me to develop as an educator has improved my skills and makes me feel valued

STAFF

I feel safe when I visit for my care

Seeing training and education happening at the point of care makes me feel safe

STAKEHOLDERS

HOW WE'LL MEASURE IT:

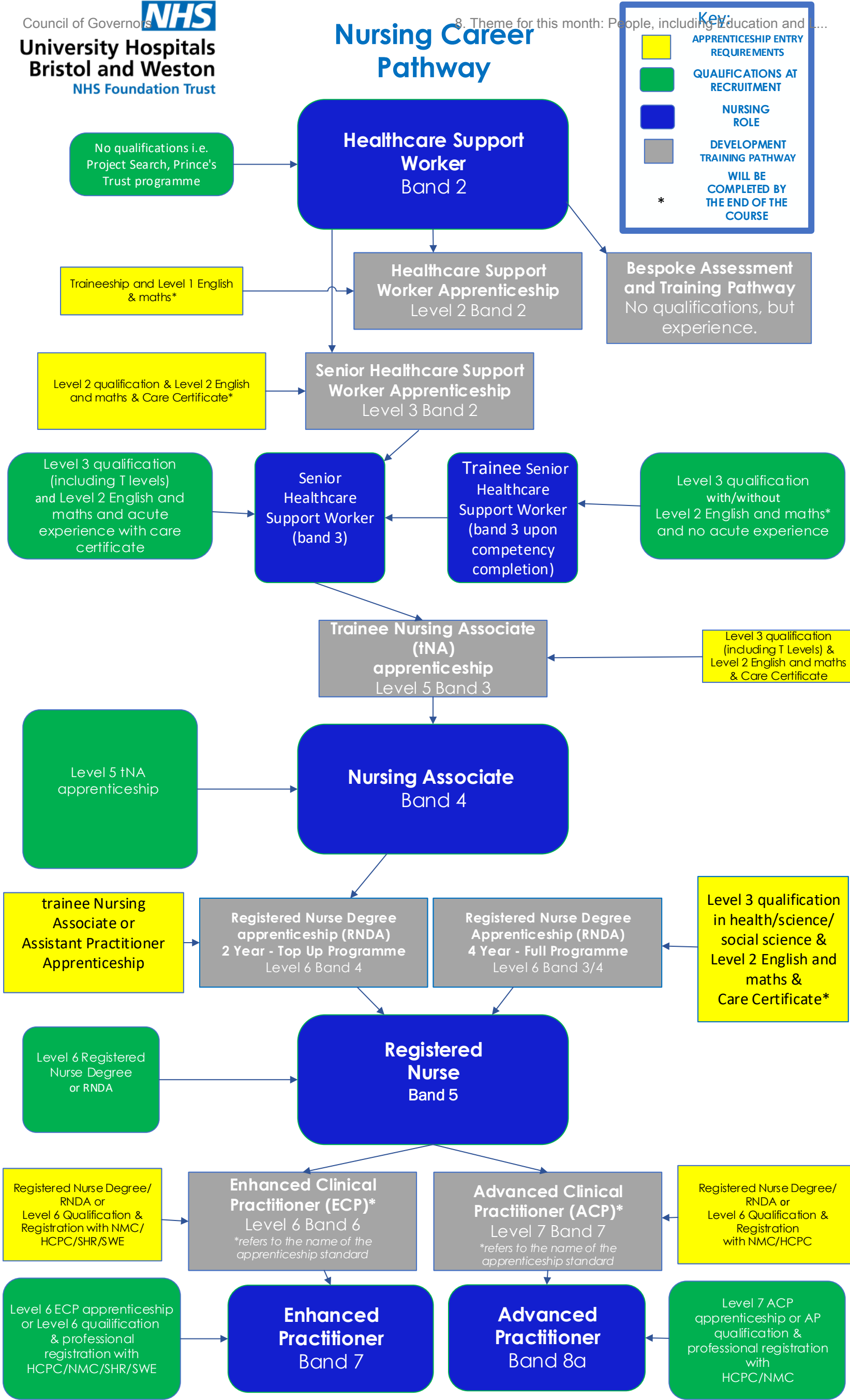
Attendance at violence and aggression training

Conflict resolution training compliance



# Nursing Career Pathway

8. Theme for this month: People, including Education and L...





## Meeting of the Council of Governors on Thursday 29<sup>th</sup> June 2023

<b>Report Title</b>	<b>Appointment of Non-executive Directors and Associate Non-executive Directors</b>
<b>Report Author</b>	<b>Emily Judd, Corporate Governance Manager</b>
<b>Executive Lead</b>	<b>Eric Sanders, Director of Corporate Governance</b>

### 1. Purpose

This report summarises the steps taken to recruit two Non-Executive Director and two Associate Non-Executive Director roles to the Trust in 2023 and asks the Council of Governor to approve the appointments.

### 2. Key points to note *(Including any previous decisions taken)*

#### **Background:**

Recruitment has been taking place to fill two Non-Executive Director and two Associate Non-Executive Director roles on the Trust's Board of Directors, following discussion and support by the Nominations and Appointments Committee for the recruitment approach in February 2023.

Responsibility for the recruitment of Non-Executive Directors is led by the Council of Governors, specifically the Governors' Nominations and Appointment Committee. Governors were therefore involved throughout the process.

#### **Process:**

The Nominations and Appointments Committee reviewed the role description and process at their meeting on 1 February 2023. The group endorsed the approach and the timeline for recruitment at this meeting.

An External Recruitment Agency (Odgers Berndtson) was appointed, and an advert was released on Wednesday 1st March 2023. On the closure of the advert, 39 applications had been received. All applications were assessed against the job description and person specification and those that met the criteria were shortlisted on 4<sup>th</sup> May 2023 by the Shortlisting Panel. The panel included Committee members Mo Phillips, John Rose, John Sibley, Graham Briscoe, and Aishah Farooq, as well as Jayne Mee (Chair), with Eric Sanders (Director of Corporate Governance) and Emma Wood (Chief People Officer) attending in an advisory capacity. Representatives of Odgers Berndtson also joined the Shortlisting Panel. Jayne Mee and Eric Sanders also sought the views of Charlotte Hitchings (Chair at Avon and Wiltshire Mental Health Partnership) and Michele Romaine (Chair of North Bristol NHS Trust (NBT)) as external assessors.

The 21 shortlisted candidates encompassed a diverse range of experience and backgrounds particularly in the targeted skills areas (transformation, clinical, human resources, strategic estates management, construction, and sustainability).



The Interview Panel interviewed the shortlisted candidates on 22 May, and 24 May, according to the criteria previously identified and agreed with the Committee. The Interview Panel was composed as follows:

- **Governors:**
  - Mo Phillips, attended on 22 and 24 May;
  - John Sibley, attended on 22 May;
  - Carole Dacombe, attended on 24 May.
- Jayne Mee (Chair), attended on 22 and 24 May;
- Martin Sykes (Vice-Chair), attended on 22 May;
- Bernard Galton (Non-Executive Director), attended on 24 May;
- **Advisory attendees:**
  - Eric Sanders (Director of Corporate Governance) and Emma Wood (Chief People Officer) attended on 22 and 24 May;
  - Ruth Lewis (Odgers Berndtson) attended on 22 May;
  - Carmel Gibbons (Odgers Berndtson) attended on 24 May;
- **External Assessors:**
  - Michele Romaine (Chair of North Bristol NHS Trust (NBT)), attended on 22 May;
  - Charlotte Hitchings (Chair at Avon and Wiltshire Mental Health Partnership), attended on 24 May.

As well as a formal interview, candidates were required to attend discussion groups which included governor representation (Carole Dacombe, Robert Edwards, and Annabel Plaister). These were held on 17 May and 19 May online via the Microsoft Teams videoconferencing platform.

### **Outcome**

The final selection of candidates was agreed by the interview panel, incorporating feedback from the discussion groups, to be:

- Arabel Bailey, Non-Executive Director;
- Dr Rosie Benneyworth, Non-Executive Director;
- Emma Glynn, Associate Non-Executive Director;
- Susan Hamilton, Associate Non-Executive Director.

The full NEDs will be appointed for three-year terms of office, and the Associate NEDs for 12-month terms of office. Offers started to be progressed following the Nominations and Appointments Committee meeting on 26 May.

A short profile of each selected candidate is included in Appendix 1.

All candidates will be given a verbal offer of appointment, subject to final approval by the Council of Governors today and the completion of relevant checks. These checks will include the Fit and Proper Person test.

The Council of Governors has previously agreed remuneration for Non-Executive Director roles as £14,420 for full Non-Executive Director positions for a time commitment of 3-5 days per month, and £7,210 for the Associate Non-Executive Director positions for a time commitment of 2-3 days per month. Appointments will be therefore made on this basis.

### **Next steps**

Should the Council of Governors approve these appointments, a final offer of appointment will be issued and a commencement date agreed; this is likely to be 1 July 2023. The non-executive induction programme will be delivered over a 3-month period from appointment.

### **3. Strategic Alignment**

Not Applicable

### **4. Risks and Opportunities**

Not Applicable

### **5. Recommendation**

This report is for Approval

Governors are asked to:

- Approve the appointment of two Non-Executive Director and two Associate Non-Executive Director roles as detailed above.

### **6. History of the paper**

**Please include details of where paper has previously been received.**

Nominations and Appointments Committee	26 May 2023
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## Appendix I

### Arabel Bailey - Transformation NED

Arabel was appointed Associate Non-Executive Director at University Hospitals Bristol and Weston NHS Foundation Trust in July 2022. She has also been a Non-Executive Director at the Department for Work and Pensions since 2021, and she currently serves as Interim Chair of the Transformation Advisory Committee. Arabel spent her executive career at Accenture where she progressed through increasingly senior leadership roles to UKI Leader of Accenture Digital and UKI Head of Innovation. Arabel delivered technology-driven transformation projects to national clients across the public and private sectors. She also served as Diversity and Inclusion lead for Gender Equality. Arabel has been named one of the Top 50 'Power Part-Timers' by Timewise, one of the Top 25 'People Redefining Workplaces for Women' by Greenpark, and twice nominated for Women in IT's 'Digital Leader of the Year' Award.

### Dr Rosie Benneyworth - Clinical/Healthcare NED

Rosie has been Interim Chief Investigator at Healthcare Safety Investigation Branch (HSIB) since August 2022. She is also a Board Trustee of the National Children's Orchestras of Great Britain and The Nuffield Trust. Rosie brings a background as a GP. Prior to her role with HSIB, she was Chief Inspector for Primary and Integrated Care and the CQC, and before that worked in commissioning as Director of Strategic Clinical Services Transformation at Somerset CCG. Rosie also spent two years as Managing Director of South West Academic Health Science Network. She has held a number of non-executive positions at the National Institute for Health and Care Excellence, including Vice Chair and a period as Acting Chair.

### Emma Glynn - Estates Associate NED

Emma is an Executive Director and Head of Healthcare Advisory at JLL UK, a professional services firm specialising in real estate and investment management. She is a Non-Executive Director at not-for-profit care provider Somerset Care.

Emma joined King Sturge in 2002 as a Graduate Trainee, progressing to a Senior Associate and joining the Healthcare Division on its formation in 2006. King Sturge merged with JLL in 2011 and Emma was appointed to the Board two years later. Emma is a Member of the Royal Institution of Chartered Surveyors and a Registered Valuer.

### Susan Hamilton - Non-Specific Associate NED

Susan has been Director of Public Health for North Northamptonshire Council since 2020 and Vice Chair of social housing and support provider Taff Housing since 2022. Susan spent her earlier career in public health and management research roles at the University of Bristol and the University of Birmingham. She went on to serve as a Consultant in Public Health to NHS North Somerset/South Gloucestershire Council, Director for Strategic Development at the Royal Osteoporosis Society, and a Committee Member at the National Institute for Health Research. Susan holds a BSc (Hons) in Medical Microbiology, an MSc in Public Health and an MBA. She is a Fellow of the Faculty of Public Health.

## Meeting of the Council of Governors on Thursday 29<sup>th</sup> June 2023

<b>Report Title</b>	<b>Non-Executive Director Re-appointments</b>
<b>Report Author</b>	<b>Mark Pender, Head of Corporate Governance</b>
<b>Executive Lead</b>	<b>Eric Sanders, Director of Corporate Governance</b>

<b>1. Purpose</b>	
Governors are asked to consider the re-appointment for one Non-executive Director, who's second term of office ends in August 2023.	
<b>2. Key points to note</b> <i>(Including any previous decisions taken)</i>	
<p>The Chair carries out annual appraisals for each of the Non-Executive Directors. A summary report of the appraisal outcome is shared with the Nominations and Appointments Committee to ensure that the Committee is informed about the performance of each of the Non-Executive Directors and to enable them to make recommendations to the Council of Governors on re-appointments as necessary. Decisions to re-appoint are taken by the full Council of Governors.</p> <p><b>Martin Sykes</b> is due to finish his second 3-year term of office on 31 August 2023. According to the NHS Foundation Trust Code of Governance, any Non-Executive term beyond six years should be subject to annual re-appointment. The Chair has therefore recommended that the Governors support the first year of Martin's final term of office and the Nominations and Appointments Committee supported this recommendation.</p>	
<b>3. Strategic Alignment</b>	
Not Applicable	
<b>4. Risks and Opportunities</b>	
Not Applicable	
<b>5. Recommendation</b>	
<p>This report is for Approval</p> <p>Governors are asked to:</p> <ul style="list-style-type: none"> <li>• <b>Approve</b> the re-appointment of Martin Sykes into his seventh year of office.</li> </ul>	
<b>6. History of the paper</b>	
<b>Please include details of where paper has <u>previously</u> been received.</b>	
Nominations and Appointments Committee	26 May 2023



## Meeting of the Council of Governors on Thursday 29 June 2023

<b>Report Title</b>	<b>Lead Governor 2023 - 2024</b>
<b>Report Author</b>	<b>Emily Judd, Corporate Governance Manager</b>
<b>Executive Lead</b>	<b>Eric Sanders, Director of Corporate Governance</b>

### 1. Report Summary

The purpose of this report is to seek endorsement on the election of a Lead Governor for the period 1 July 2023 – 31 May 2024.

### 2. Key points to note

*(Including decisions taken)*

In line with regulatory guidance, governors elect a Lead Governor from among their number who can act as the spokesperson for the governor group if necessary.

The Lead Governor is elected annually. In June 2023, governors were asked to nominate a Lead Governor in line with the Trust's Lead Governor election process. Mo Phillips, current Lead Governor, was nominated by seven governors to continue in the role and has indicated that she would be willing to do so for one further year, until 31 May 2024. No other nominations have been received.

Governors are asked to note that Mo Phillips has held a Lead Governor role at the Trust for five years already, serving as a Joint Lead in 2018/19 and as the sole Lead Governor in 2019/20, 2020/21, 2021/22, and 2022/2023. According to the Trust's process, a Lead Governor can serve for a period of up to 24 months, but following this period can be re-elected for further terms if governors choose to do so. Later this year there will be an opportunity for governors to nominate a Deputy Lead Governor to allow for succession planning should this proposal be endorsed by the Council of Governors.

Governors are asked therefore to consider approval of Mo Phillips' continuation in the role of Lead Governor from 1 July 2023 – 31 May 2024.

### 3. Advice and Recommendations

- This report is for **Approval**.

## Meeting of the Council of Governors on Thursday 29<sup>th</sup> June 2023

<b>Report Title</b>	<b>Annual Cycle of Business for COG and Terms of Reference for Focus Groups and NOMCO</b>
<b>Report Author</b>	<b>Emily Judd, Corporate Governance Manager</b>
<b>Executive Lead</b>	<b>Eric Sanders, Director of Corporate Governance</b>

### 1. Purpose

This report is seeking approval for the updated Cycles of Business and Terms of Reference for Governor Meetings in 2023/2024.

### 2. Key points to note *(Including any previous decisions taken)*

#### **Terms of Reference and Business Cycles**

The documents appended to this cover sheet relate to the following:

#### **1. Council of Governors Cycle of Business 2023-2024**

The business cycle has been updated to reflect the new ways of working for the Board and the Council of Governors, to include themed meetings relating to the core pillars from our organisational priorities and key risks. Some reports have been removed from the business cycle which largely relate to Weston integration.

#### **2. Terms of Reference and Cycle of Business for Focus Groups**

Minor changes are suggested to the Terms of Reference and annual business cycles for the Governor Focus Groups (Governors' Strategy Group, Quality Focus Group and Membership and Constitution Group) to include updates to terminology and job titles, and new regular reports on Quality Objectives and Patient First.

#### **3. Nominations and Appointment Committee (NOMCO) Terms of Reference**

The Committee considered its terms of reference and annual cycle of business at a meeting on 26 May 2023. It noted that it had carried out its duties in line with the Terms of Reference over 2022-23. The only changes related to terminology and ensuring appraisal reports came to correct meetings.

#### **Nominations and Appointments Committee Membership 2023/24**

According to its Terms of Reference, the Nominations and Appointments Committee should be comprised of the Chair or deputy, plus up to 14 members, including 8 elected public governors, up to 3 appointed governors and up to 3 elected staff governors. Governor membership on 31 May 2023 was as follows:

1. Mo Phillips, Public – Bristol
2. Carole Dacombe, Public – Bristol



3. John Rose, Public – North Somerset
4. Martin Rose, Public – Bristol
5. John Sibley, Public – South Gloucestershire
6. Aishah Farooq, Appointed – Youth Involvement Group

The Committee is therefore required to increase membership and following a request sent to governors for nominations, the following people have nominated themselves:

7. Ben Argo, Public – South Gloucestershire
8. Libby Thompson, Appointed – UWE
9. Jude Opogah, Staff – Non-clinical
10. Sofia Castillo, Staff – Non-clinical

The Nominations and Appointments Committee would be underrepresented by 2 people in the public constituency and a further call for nominations will be made later this year. The Council of Governors is asked to endorse the additional 4 members.

### 3. Strategic Alignment

Not Applicable

### 4. Risks and Opportunities

Not Applicable

### 5. Recommendation

This report is for Approval

#### The Council of Governors is asked to:

- **Approve** the COG Cycle of Business, Terms of Reference and Cycle of Business for Focus Groups and NOMCO Terms of Reference.
- **Approve** the four additional members of the Nominations and Appointments Committee.

### 6. History of the paper

Please include details of where paper has previously been received.

N/A

COUNCIL OF GOVERNORS - ANNUAL BUSINESS CYCLE 2023-24

	Sponsor	Author	Tue 18 Apr 2023	Thu 29 Jun 2023	Annual Members' Meeting - Thursday 21 September 2023 (17:00-19:00)	Thursday 23 November	Tuesday 16 January
Chair's Welcome and Apologies	Chair	Chair					
Declarations of Interest	Chair	Chair					
Foundation Trust Members' Questions	Chair	FT Members					
Minutes and matters arising from previous meetings	Chair	Chair					
Chair's Update	Chair	Chair					
Theme for the month	Chair	NEDs	Quality and Operations	People, including Education and Leadership Programme		Finance, Capital and Estates	Digital
Chief Executive's Report	Chief Executive	Chief Executive					
Operational Update	Chief Operating Officer	Chief Operating Officer					
Governor's Questions from Public Board	Chair	Chair					
Nominations & Appointments Committee Report	Chair	Chair	February Meeting Report	May Meeting Report			November meeting report
Governor and Membership Forward Look	Director of Corporate Governance	Corporate Governance Manager/ Focus Group Chairs					
Quarterly Patient Experience and Complaints reports - for Information only - no time allocated for discussion	Chief Nurse	Chief Nurse					
Governors' Log of Communications	Chair	Governors					
Appointment/Re-appointment of Non-executive Directors/Chair (ad hoc as necessary)	Director of Corporate Governance	Corporate Governance Manager					
Council of Governors Register of Interests	Director of Corporate Governance	Corporate Governance Manager					
Annual Plan	Chief Executive	Chief Executive					
Annual Cycle of Business for Council of Governors meetings	Director of Corporate Governance	Corporate Governance Manager					
Membership Activity Report (update against Membership Strategy)	Director of Corporate Governance	Corporate Governance Manager		6-monthly update			6-monthly update
Appointment of Lead Governor	Director of Corporate Governance	Corporate Governance Manager					
Foundation Trust Constitution review	Chair	Director of Corporate Governance					
Terms of Reference for Governor Focus Groups	Director of Corporate Governance	Corporate Governance Manager					
Election and Appointment of Governors	Director of Corporate Governance	Corporate Governance Manager					
Youth Involvement Group Report	YIG Governors	YIG Governors					
Presentation of the Annual Report and Accounts (including External Auditor's Opinion on the Annual Report and Accounts)	Chief Executive and Director of Finance	Chief Executive and Director of Finance					
Governors' Annual Report of Governor and Membership Activity	Lead Governor	Corporate Governance Manager					
Governors Meeting Dates for next Financial Year	Director of Corporate Governance	Corporate Governance Manager					
Update on Mergers/Acquisitions/Reconfiguration/ Significant Transactions - ad hoc as necessary	Chief Executive	Chief Executive					
Appointment/Re-appointment of the Trust's External Auditors (ad hoc as necessary)	Director of Corporate Governance	Director of Corporate Governance					
Major Capital Projects - ad hoc as necessary	Chief Executive	Chief Executive					



Focus Groups for Governors

Document Data			
Document Type	Terms of Reference		
Document Reference	0001		
Document Status	FinalDraft		
Document Owner	Membership ManagerCorporate Governance Manager		
Executive Lead	Director of Corporate Governance		
Approval Authority	Council of Governors		
Review Cycle	12 Months		
Date Version Effective From:	July 20232	Date Version Effective To:	July 20243

Document Abstract	<p>The purpose of the Focus Groups is to facilitate engagement with the Trust Board and governors on matters of constitution (including membership), strategy and planning (including significant transactions), and reporting (including quality and performance monitoring and metrics) as part of the annual cycle of business.</p> <p>Focus Group meetings are chaired by nominated Governors (Governor Chair for the Focus Group), have nominated Executive Leads, and are open to attendance by any interested governor.</p>		
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## Focus Groups for Governors

Document Change Control				
Date of Version	Version Number	Lead for Revisions	Type of Revision	Description of Revision
15 January 2013	0.1	Trust Secretary	First Draft	First Draft
3 February 2013	0.2	Trust Secretary	Draft	Draft for comment by Governor Representative
4 February 2013	0.3	Trust Secretary	Draft	Draft for comment by Chairman
5 February 2013	0.4	Trust Secretary	Version	Version for implementation
25 April 2013	0.5	Trust Secretary	Minor	Revision of Project Group titles
11 May 2015	0.6	Head of Membership & Governance	Draft	Amendments to bring Terms of Reference up to date
23 July 2015	0.7	Head of Membership & Governance	Draft	Amendments post discussion at Constitution Focus Group meeting
19 January 2017	0.8	Interim Head of Membership & Governance	Draft	Amendments post discussion at Constitution Focus Group meeting
May 2018	0.9	Membership Engagement Manager	Draft	Amendments post discussion at Constitution Focus Group meeting; minor amendments to ensure consistency of terminology used.
Jan 2020	1.0	Membership Engagement Manager	Minor	Amendments post discussion at Constitution Focus Group meeting
March 2021	1.1	Membership Manager	Minor	Minor amendments to ensure consistency of terminology used.
July 2021	1.2	Membership Manager	Minor	Amendment to change the name of the Constitution Focus Group meeting, following discussion and agreement at Constitution Focus Group meeting on 14/7/21.
May 2022	1.3	Membership Manager	Minor	Minor amendments to put in correct template and updates to business cycles
<a href="#">May 2023</a>	<a href="#">1.4</a>	<a href="#">Corporate Governance Officer</a> <del>Manager</del>	<a href="#">Minor</a>	<a href="#">Minor updates to terminology and business cycles</a>

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Focus Groups for Governors

Table of Contents

1.	Purpose	4
2.	Authority	4
3.	Reporting	4
4.	Membership	4
4.1	Chair	4
4.2	Attendance	5
5.	Duties	5
5.1	Membership and Constitution Group	5
5.2	Governors Strategy Group	5
5.3	Quality Focus Group	6
6.	Secretariat Services	6
7.	Frequency of Meetings	6
8.	Review of Terms of Reference	7
9.	Appendix 1: Governor Focus Groups - Annual Business Cycle 21-22	8

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## Focus Groups for Governors

### 1. Purpose

The purpose of the Governor Focus Groups is to facilitate engagement with Governors on matters of:

- a) Constitution (including membership);
- b) Strategy and planning (including significant transactions); and,
- c) Reporting (including quality and performance monitoring and metrics).

Meetings of the focus groups are intended to support the development of governors in their role and provide them with information in order to be able to undertake their statutory duties.

~~Meetings of the focus groups are part of the annual cycle of business managed on behalf of the Board by the Trust Secretariat.~~

When it is determined to be required and in exceptional circumstance, the Governor Group Chair for each group can request external advisors to attend a focus group meeting in order to provide Governors with additional information determined to be necessary.

### 2. Authority

The Executive Leads of focus groups are authorised by the Trust Chair to conduct consultation, engagement and development activities with Governors in accordance with these Terms of Reference.

### 3. Reporting

The Governor Group Chair for each focus group is required to provide a brief summary of activity to the [Membership Corporate Governance](#) Team for reporting to the quarterly meeting of the Council of Governors.

### 4. Membership

#### 4.1 Chair

Focus groups are chaired by a nominated Governor, the Governor Group Chair. In circumstances where it is not possible for the Governor Group Chair to attend, their deputy or another Governor may Chair the meeting.

Each group has a Governor Group Chair who is nominated by the group as a whole at the start of the Financial Year. A Deputy Governor Group Chair can also be nominated for the year at the discretion of the group. They will link with ~~Executive Lead/s~~ [the Corporate Governance Team](#) and have involvement with the forming of the agenda for meetings.

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## Focus Groups for Governors

### 4.2 Attendance

There is no fixed membership for the groups; they are open to all Governors to attend. This is to allow for equitable access to any of the focus groups by any Governor.

The minimum number of Governors required for any meetings of the focus groups to be considered a valid consultation or engagement activity is any four (4) governors and at least one (1) Trust representative.

Each group has a Non-Executive Director [memberattendee](#), who is the Chair of the respective Board Committee (Quality and Outcomes, People, Audit or Finance [and Digital](#)) or their nominated representative.

## 5. Duties

Each focus group shall undertake the following duties:

### 5.1 Membership and Constitution Group

- a) Engagement with Governors in drafting Constitutional changes;
- b) Assessment of the public, patient and staff membership profile to ensure a representative membership;
- c) Monitoring of recruitment initiatives;
- d) Engagement of Governors on communications and engagement activities for Foundation Trust members;
- e) Oversight of the Governor Elections as and when required;
- f) Ownership and oversight of the Trust's Membership Engagement Strategy, to include recommendations for updates to this working strategy as required;
- g) Reflections upon updates from the Trust's Audit Committee.

The group shall be chaired by the Governor Group Chair and the nominated Executive Lead shall be the Director of Corporate Governance.

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### 5.2 Governors Strategy Group

- a) Engagement with Governors to develop the Annual [Operational](#) Plan;
- b) Engagement with Governors on both the short- and long-term strategic plans of the Trust;
- c) Engagement with Governors on strategic objectives and matters affecting the strategic outlook of the Trust and to contribute to the strategic direction of the organisation;

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## Focus Groups for Governors

- d) Engagement with Governors on capital projects and significant transactions as they arise;
- e) Reflections upon updates from the Trust's Finance Committee.

The group shall be chaired by the Governor Group Chair and the Executive Lead shall be the Director of Strategy and Transformation or their duly authorised deputy.

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### 5.3 Quality Focus Group

- a) Engagement with Governors to develop the Board's Annual Quality Report;
- b) Regular support to enable Governors to understand and interpret the Board ~~Quality and~~ Performance Report to enable governors to hold the Non-Executive Directors to account;
- c) Regular updates from the Chief Nurse and Midwife, ~~Chief Medical Officer~~ ~~Medical Director~~ and Chief Operating Officer or their duly authorised deputy on matters of importance at the time;
- d) Regular support to enable governors to understand and interpret reported progress on the Trust's Corporate Quality Objectives;
- e) Opportunities for input from governors on quality (as defined by NHS ~~Improvement~~ England), matters;
- f) Reflections upon updates from the Trust's Quality and Outcomes Committee and People Committee;
- g) Provide input into the Trust's Quality Report and provide the statement for inclusion in the report on behalf of the Council of Governors.

The group shall be chaired by the Governor Group Chair and the Executive Lead shall be the Chief Nurse and Midwife and/or ~~Chief Medical Officer~~ ~~Medical Director~~.

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## 6. Secretariat Services

Focus groups shall be facilitated by the Trust Secretariat, specifically the ~~Membership~~ Corporate Governance Team. This shall include the scheduling of meetings dates, circulation of papers for meetings and note taking.

In addition to the reporting requirements as detailed at section 3 above, the ~~Membership~~ Corporate Governance Team shall keep notes of the meeting as a record for decisions and future plans. These will be circulated to all Governors following each meeting.

## 7. Frequency of Meetings

The focus groups will meet on a rotational basis but will have no less than:

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#### Focus Groups for Governors

- a) Membership and Constitution Group: two meetings per year
- b) Governors Strategy Group: four meetings per year
- c) Quality Focus Group: six meetings per year

### 8. Review of Terms of Reference

The Governors annual cycle of meetings will be available at the beginning of each financial year from the [Trust Secretariat Corporate Governance Team](#). A business cycle for each meeting is available as Appendix 1.

The Terms of Reference for focus groups will be reviewed once a year and submitted to the Council of Governors for approval.

Additional meetings will be scheduled as required in agreement with the Governor Group Chair and Executive Lead for each group.

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## 9. Appendix 1: Governor Focus Groups - Annual Business Cycle 223-234

Membership and Constitution Group	Lead	July-22	Jan-23
Membership Strategy – update on progress	<a href="#">Membership Manager</a> <a href="#">Corporate Governance Manager</a>		
Governor elections	<a href="#">Corporate Governance Manager</a> <a href="#">Membership Manager</a>		
Lead governor role review	<a href="#">Corporate Governance Manager</a> <a href="#">Membership Manager</a>		
Annual Members Meeting	<a href="#">Corporate Governance Manager</a> <a href="#">Membership Manager</a>		
Health Matters events programme	<a href="#">Corporate Governance Manager</a> <a href="#">Membership Manager</a>		
Review of the Trust Constitution, Governor Code of Conduct	<a href="#">Corporate Governance Manager</a> <a href="#">Membership Manager</a>		
Audit Committee Chair's Report	Non-executive Director		
Youth Involvement Group update	Youth Involvement Group Governors		
Focus Group Terms of Reference and Business Cycle review	<a href="#">Corporate Governance Manager</a> <a href="#">Membership Manager</a>		
Annual Membership Representation Report	<a href="#">Corporate Governance Manager</a> <a href="#">Membership Manager</a>		
<a href="#">Social</a> Media Update	<a href="#">Corporate Governance Manager</a> <a href="#">Membership Manager</a>		
Governor Self-Assessment Survey	<a href="#">Corporate Governance Manager</a> <a href="#">Membership Manager</a>		
Three-yearly Membership Survey	<a href="#">Corporate Governance Manager</a> <a href="#">Membership Manager</a>		2025

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Quality	Lead	May-23	Jul-	Sep-23	Nov-23	Jan-24	Mar-
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## Focus Groups for Governors

			223				234
Quality and Outcomes Committee Chairs' Reports	Non-executive Director						
Review of Corporate Quality Objectives – Quarterly	To note in QOC Chair item						
Integrated Quality and Performance Report	To note in QOC Chair item						
Quality Account statement and Report	<a href="#">Associate Director of Quality and Compliance</a> <del>Head of Quality and Patient Experience</del>						
People Committee Chairs' Report	Non-executive Director						
Staff Engagement/Organisational Development update (including staff survey results and regular reports on Diversity and Inclusion)	<del>Director of People</del> /OD team						
National inpatient survey results	Chief Nurse (if in attendance)						
<del>Patient Experience Group/Carers' Group Update (ad hoc depending on PEG/Carers' Group meeting dates)</del> <a href="#">Lay Representative meeting updates</a>	Nominated governor						
Governors' Log of Communications - six month look back	<del>Membership</del> <a href="#">Corporate Governance</a> Manager						
Exec Update	Chief Nurse/Med Dir/COO	MD	COO	MD	CN	COO	CN
Communications update	Director of Communications						
Patient Experience and Voluntary Services Update	Head of PE&VS						
Education Strategy	Director of People						
<a href="#">Quality Objectives Spotlight</a>	<a href="#">Associate Director of Quality and Compliance</a>	<a href="#">Patient Safety</a>		<a href="#">Patient Experience</a>	<a href="#">Discharge</a>	<a href="#">Waiting Well</a>	<a href="#">Patient Harm</a>
<a href="#">Patient First Programme Update</a>	<a href="#">Associate Director of Strategic Priorities</a>						

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## Focus Groups for Governors

Strategy	Lead	May-23	Sep-23	Dec-22 Nov 23	Mar-24
Review of progress against the Trust's corporate strategic objectives	<a href="#">Director of Strategy &amp; Transformation</a> <a href="#">Director of Business Development and Improvement</a>				
Operational Plan (TBC depending on national requirements)	<a href="#">Director of Business Development and Improvement</a> and <a href="#">Chief Financial Officer</a> <a href="#">Director of Finance</a>				
Strategic capital investments update	<a href="#">Director of Strategy &amp; Transformation</a> <a href="#">Strategic Capital Programme Director</a>				
Partnership updates (Healthier Together, Acute Collaborative Partnership Board, etc.)	<a href="#">Director of Business Development and Improvement</a> <a href="#">Director of Strategy &amp; Transformation</a>				
<a href="#">Weston merger implementation progress update</a>	<a href="#">Director of Strategy &amp; Transformation</a>	-	-	-	-
Finance and Digital Committee Chair's Report	Non-executive Director				
Digital Strategy Update	<a href="#">Head of IM&amp;T</a> <a href="#">Chief Digital Information Officer</a>				
Arts and Culture Programme Update					
ICS Update	<a href="#">Director of Business Development and Improvement</a> <a href="#">Director of Strategy &amp; Transformation</a>				
Estates Update	Director of Facilities and Estates	Covered			

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Page 10 of 11



Focus Groups for Governors

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Sustainability Update	Head of Sustainability	Covered in April seminar			
<del>Quality Improvement and Innovation Update</del>	<del>Associate Director of Improvement and Innovation</del>				
<del>Patient First Programme Update</del>	<del>Associate Director of Improvement and Innovation</del>				

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## Nominations and Appointment Committee – Council of Governors Terms of Reference

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<b>Document Data</b>			
<b>Document Type</b>	Terms of Reference		
<b>Document Reference</b>	N/A		
<b>Document Status</b>	Draft		
<b>Document Owner</b>	Director of Corporate Governance		
<b>Executive Lead</b>	Director of Corporate Governance		
<b>Approval Authority</b>	Council of Governors		
<b>Review Cycle</b>	12 Months		
<b>Date Version Effective From:</b>	June 2023	<b>Date Version Effective To:</b>	May 2024

<b>Document Abstract</b>	
This document will set out the agreed terms for the Nominations and Appointments Committee, which will report to the Council of Governors.	

Document Change Control				
Date of Version	Version Number	Lead for Revisions	Type of Revision	Description of Revision
July 2009	1.0	Membership Manager	Major	Version 1.0
27 July 2011	1.1	Membership Manager	Minor	Version 1.1
02 May 2012	2.0	Trust Secretary	Major	Revision to Foundation Trust Constitution to increase Committee membership. Approved by the
12/02/2015	3.0	Interim Head of Membership and Governance	Major	
19/09/2017	4.0	Trust Secretary	Minor	Changes to job titles
27/09/2017	5.0	[Deputy] Trust Secretary	Minor	Amendments to: a) update references from Monitor to NHS Improvement; b) change the quorum from four governors to four committee members c) allow for another non-executive director to take the chair in circumstances in which it was inappropriate for either the Chair or the Senior Independent Director to do so.
07/06/2018	6.0	Trust Secretary	Minor	Amendments to: a) include the Chair as a member of the committee b) allow the Trust Secretary to nominate another person to attend meetings on their behalf.
30/07/2019	7.0	[Deputy] Trust Secretary	Minor	Amendments to reference to public, patient or carer governors.
May 2020	8.0	Acting Membership	Minor	Amendments to reflect the Trust's change of name and logo.
May 2022	8.1	Membership Manager	Minor	Slight amendments in line with template

May 2023	9.0	Membership and Governance officer	Major	Updated to correct template and to some terminology.
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## Table of Contents

1.	Purpose	5
2.	Role	5
3.	Authority	6
4.	Reporting	6
5.	Membership	6
	5.1 Constituency	6
6.	Quorum	7
	6.1 Attendance at Meetings	7
7.	Secretariat Services	7
	7.1 Notice and Conduct of Meetings	8
	7.2 Minutes of Meetings	8
8.	Frequency of Meetings	8
9.	Review of Terms of Reference	8

## 1. Purpose

The Nominations and Appointments Committee is a formal Committee of the Council of Governors established in accordance with the NHS Act 2006, as amended by the Health and Social Care Act 2012 (the 2012 Act), the University Hospitals Bristol and Weston NHS Foundation Trust Constitution, and the Foundation Trust Code of Governance for the purpose of carrying out the duties of governors with respect to the appointment, re-appointment, removal, remuneration and other terms of service of the Chair and Non-Executive Directors.

## 2. Role

The Committee shall carry out functions in relation to the following:

### Nominations Functions

- (a) Determine a formal, rigorous and transparent procedure for the selection of the candidates for office as Chair, Associate Non-executive or Non-Executive Director of the Trust having first consulted with the Board of Directors as to those matters and having regard to such views as may be expressed by the Board of Directors.
- (b) Seek by way of open advertisement and other means, candidates for office and to assess and select for interview such candidates as are considered appropriate and who meet the “fit and proper person” test as set out in the provider license — and in doing so the Committee shall be at liberty to seek advice and assistance from persons other than members of the Committee or of the Council of Governors.
- (c) Make recommendation to the Council of Governors as to potential candidates for appointment as Chair or other Associate or Non-Executive Director, as the case may be.
- (d) Consider and make recommendations to the Council of Governors as to the remuneration and allowances and other terms and conditions of office of the Chair and other Non-Executive Directors.
- (e) On a regular and systematic basis monitor the performance of the Chair and other Non-Executive Directors and make reports thereon to the Council of Governors from time to time when requested to do so or when, in the opinion of the Committee, the results of such monitoring ought properly to be brought to the attention of the Council of Governors.
- (f) To ensure there is a formal and transparent procedure for setting the annual objectives for the Non-Executive Directors, in conjunction with the Chair, and in conjunction with the Senior Independent Director in the case of the annual objectives for the Trust Chair.
- (g) To ensure there is a formal and transparent procedure for the appraisal of the Trust Chair and Non-Executive Directors’ performance.
- (h) To regularly review, in conjunction with the Board of Directors Nominations and Remuneration Committee, the structure, size and composition of the Board of Directors, including giving full consideration to succession planning, taking into account the future challenges, risks and opportunities facing the NHS Foundation

Trust and the skills and expertise required within the Board of Directors to meet them.

### **Remuneration Functions**

- (i) To ensure there is a formal and transparent policy on remuneration for the Trust Chair and Non-Executive Directors.
- (j) To set the structure and levels of remuneration of the Trust Chair and Non-Executive Directors.
- (k) To determine and review the terms and conditions of the Trust Chair and Non-Executive Directors.
- (l) To market test/ benchmark the remuneration of the Trust Chair and Non-Executive Directors at a frequency agreed by the Committee and taking account of any external guidance on recommended frequency and/ or where the Committee is considering recommending large change to that remuneration, drawing on external professional advice.
- (m) To appoint, if deemed appropriate, independent consultants to advise on Trust Chair and Non-Executive Director remuneration.

## **3. Authority**

The Committee is authorised by the Council of Governors to carry out the functions and duties set out in these Terms of Reference.

All powers and authorities exercisable by the Council of Governors, together with any delegation of such powers or authorities to any Committee or individual, are subject to the limitations imposed by the by the National Health Service Act 2006, the NHS Licence Conditions, Trust Constitution or by other regulatory provisions.

In discharging the functions and duties set out in these Terms of Reference, the Committee is to have due regard for the applicable principles and provisions of the Foundation Trust Code of Governance.

## **4. Reporting**

The Committee shall report to the Council of Governors.

A Chair of the Committee or nominated member of the Committee shall report the proceedings of the Committee to the Council of Governors after each meeting.

## **5. Membership**

### **5.1 Constituency**

Members of the Committee shall be appointed by Council of Governors as set out in the Trust's Constitution and shall be made up of the Chair or deputy plus twelve members including:

- a) 8 elected public governors;



- (a) Up to 3 appointed governors;
- (b) Up to 3 elected staff governors.

Appointment of governors to the Committee shall be conducted at a general meeting of the Council of Governors. If there are more governor nominees than places on the Committee, the final selection of candidates shall be put to a vote of the Council of Governors.

Governors shall be appointed to the Committee until their term of office as governor ends as set out in the Trust's Constitution, or they choose to resign from the Committee, which shall be confirmed in writing to the Chair of the Committee.

In the case of the appointment process for the Trust Chair, the Senior Independent Director (SID) will be co-opted to join the Committee. The SID will attend in an advisory capacity and will not participate in the formal decision-making process.

The Chair of the Trust will Chair the Nominations and Appointment Committee. In their absence, or when the Committee is to discuss matters in relation to the appraisal, appointment, re-appointment, suspension, removal or remuneration and terms and conditions of the Chair, the Committee will be chaired by the Senior Independent Director. Under any such circumstances in which it would be inappropriate for either the Chair or the Senior Independent Director to Chair the Committee, another non-executive director will Chair the Nominations and Appointments Committee.

## **6. Quorum**

The quorum necessary for the transaction of business shall be four Committee members and the Chair and/or Senior Independent Director.

A duly convened meeting of the Committee at which a quorum is present shall be competent to exercise all or any of the authorities, powers and discretions vested in or exercisable by the Committee.

### **6.1 Attendance at Meetings**

Only members of the Committee have the right to attend Committee meetings.

Other individuals, including advisers, may be invited to attend for all or part of any meetings, as and when appropriate. This shall include the Chief People Officer in an advisory capacity when considering matters of recruitment, appointment and appraisal of the Chair and Non-executive Directors.

The Director of Corporate Governance or his nominee shall attend meetings of the Committee to advise on matters of corporate governance, procedure and conduct in relation to the NHS Provider Licence Conditions and Trust Constitution.

## **7. Secretariat Services**

The Trust Secretariat shall provide Secretariat support to the Committee.

### **7.1 Notice and Conduct of Meetings**

The Director of Corporate Governance shall call meetings of the Committee at the request of the Chair not less than ten clear days prior to the date of the meeting,

The agenda shall be agreed by the Chair of the Committee in consultation with the Director of Corporate Governance,

Unless otherwise agreed, notice of each meeting confirming the venue, time and date, together with an agenda of items to be discussed, shall be available to each member of the Committee and where appropriate, other persons required to attend, no later than five working days before the date of the meeting,

Supporting materials shall be provided to Committee members and to other attendees as appropriate, at the same time.

### **7.2 Minutes of Meetings**

The Director of Corporate Governance or his nominee shall minute the proceedings and resolutions of the Committee, including the names of members present and others in attendance. Draft minutes shall be distributed to Committee members for approval after each meeting.

## **8. Frequency of Meetings**

The Committee shall meet at least twice per annum and at such other times as the Chair of the Committee shall require.

## **9. Review of Terms of Reference**

At least once a year, the Committee shall review its own performance, constitution and Terms of Reference to ensure it is operating at maximum effectiveness and recommend any changes it considers necessary to the Council of Governors.

NOMINATIONS AND APPOINTMENTS COMMITTEE - ANNUAL BUSINESS CYCLE 2023-24

	Sponsor	Author	26 May 2023	7 November 2023
Apologies and absence	Chair	Chair		
Minutes of Meeting and Actions	Chair	Chair		
Review of NED Remuneration (annual)	Chair	Director of Corporate Governance		
Monitor NED Activity (every 6 months)	Chair	Director of Corporate Governance		
NED/Chair Recruitment: process/interview/appoint/re-appoint	Chair	Director of Corporate Governance		
Appraisal - Chair (Annual)	Senior Independent Director	Director of Corporate Governance		
NED appraisal - Jane Norman (Annual)	Chair	Char		
NED appraisal - Roy Shubhabrata (Annual)	Chair	Chair		
NED appraisal - Martin Sykes (Annual)	Chair	Chair		
NED appraisal - Marc Griffiths (Annual)	Chair	Chair		
NED appraisal - Arabel Bailey (Annual)	Chair	Chair		
NED appraisal - Sue Balcombe (Annual)	Chair	Chair		
NED appraisal - Bernard Galton (Annual)	Chair	Chair		
Committee Self Assessment (Annual)	Chair	Director of Corporate Governance		
Review of Annual Cycle of Business	Chair	Director of Corporate Governance		
Review of Terms of Reference	Chair	Director of Corporate Governance		
Review of NED Portfolios	Chair	Director of Corporate Governance		
Review of NED/Chair Appraisal Framework - ad hoc as needed	Chair	Director of Corporate Governance	AD HOC	AD HOC
Senior Independent Director/Vice Chair Appointment - ad hoc as needed	Chair	Chair	AD HOC	AD HOC



## Meeting of the Council of Governors on Thursday 29<sup>th</sup> June 2023

<b>Report Title</b>	<b>Governor Activity Report and Membership Forward Look</b>
<b>Report Author</b>	<b>Emily Judd, Corporate Governance Manager</b>
<b>Executive Lead</b>	<b>Eric Sanders, Director of Corporate Governance</b>

### 1. Report Summary

This report provides a summary of governor activity since the last Council of Governors meeting, to provide assurance that governors are carrying out their statutory duties, particularly their duty to hold the Chair and Non-Executive Directors to account.

It includes an activity summary for the three main groups through which the governors carry out most of their work (the Governors' Strategy Group, the Quality Focus Group and the Membership and Constitution Group), and any other governor activity in the period.

### 2. Key points to note (Including decisions taken)

Since the last Council of Governors meeting on 18 April 2023, a number of Governors have left and been appointed through our elections process. We are also welcoming Mike Hockett as the Appointed Governor from the Joint Union Committee.

### **GOVERNOR MEETINGS**

**Governor Group Reports:** Most governor work is carried out through three Governor Groups, the Quality Focus Group, the Governors' Strategy Group, and the Membership and Constitution Group. Each group receives reports from each of the Non-Executive Chairs of the Board Committees to allow governors to stay informed of the Board's main areas of focus and to enable them to carry out their statutory duty to hold Non-Executive Directors to account.

#### 1. Quality Focus Group

There has been one meeting of the Quality Focus Group since the last report. Sam Chapman, Associate Director of Organisational Development and Wellbeing, updated the Governors on the Staff Survey results, Lisa Balmforth, HR Business Partner, updated the Governors on how the staff survey results filter through the Women's and Children's division, and Emma Mooney, Director of Communications, provided an update on the Communications Strategy. Other agenda items included updates from the Quality and Outcomes Committee Chair's Report and the People Committee Chair's Report.

#### 2. Governors' Strategy Group

There has been one meeting of the Governor Strategy Group since the last report. Agenda items included updates on the Strategic Capital Investments and an introduction to Business Development. An update was also received from the Chair of the Finance and Digital Committee.

#### 3. Membership and Constitution Group

There has been no meeting of the Membership and Constitution Group since the last report and the next is scheduled for July 2023.

Other governor meetings and activity in the period included:



**Governor Development Seminars:** The Trust has a duty to provide its governors with training for their role, and so holds regular seminar days for governors. The last seminar for the Governors was held on Thursday 8<sup>th</sup> June and welcomed our newly elected Governors, as well as providing a useful refresher for current Governors.

**Health Matters Events:** No Health Matters Events have been held since the last meeting, however plans are underway to book future events.

**Public Board Meetings:** A number of governors watched in person the meetings of the Board of Directors on 18<sup>th</sup> April 2023 and 15<sup>th</sup> June 2023, to observe the Board conducting their business.

### **MEMBERSHIP TEAM FORWARD LOOK**

Over the next quarter, The Governors will have a variety of meetings (Governors' Strategy Group, Quality Focus Group), Non-executive Director Engagement sessions and the Annual Members Meeting taking place in September 2023. There is also a unique Divisional Update Day planned in July so Divisions can share their priorities over the next year with the governors.

**Membership Strategy:** The team is looking to refresh the Membership Strategy for the next three years and is consulting with membership networks to explore ways to improve cross-working with other teams within the Trust, and to gain new ideas to promote membership and engagement within the region. In addition, it will also take into account the public at large within the Integrated Care System for Bristol, North Somerset and South Gloucestershire. The strategy is due to be discussed with our governors at the Membership and Constitution Group scheduled in July 2023.

**Governor Community Drop-in Sessions:** The team is looking to organise drop-in sessions for our different constituencies to improve and develop the connection between the community and our governors.

**Elections:** The team is anticipating a further election later this year for the Staff Governor vacancy in Medical and Dental.

### **Advice and Recommendations**

- The Council of Governors is asked to **note** this update for information.



## Meeting of the Council of Governors on Thursday 29 June 2023

<b>Report Title</b>	<b>Governor Elections 2023</b>
<b>Report Author</b>	<b>Emily Judd, Corporate Governance Manager</b>
<b>Executive Lead</b>	<b>Eric Sanders, Director of Corporate Governance</b>

### 1. Report Summary

The purpose of this report is to inform the Council of Governors of the outcome of the Trust's Governor Elections for 2023.

### 2. Key points to note

There were 11 seats up for election in this year's Governor Elections across 5 public and staff constituency classes. A total of 16 candidates stood for election with most seats contested, apart from the South Gloucestershire election which was uncontested, and no nominations were received for the Medical and Dental Staff Governor seat. Voting closed on 19 May 2023 and the successful candidates in each constituency class are as follows:

- **Bristol:** Mo Phillips (re-elected), Mary Conn (new), Janis Purdy (new) and Richard Posner (new)
- **North Somerset:** Annabel Plaister (re-elected), John Rose (re-elected), and Suzanne Harford (new)
- **South Gloucestershire:** Tony Tanner (new)
- **Staff Non-clinical:** Sofia Castillo (new) and Jude Opogah (new)
- **Staff Medical and Dental:** no nominations received

The election period consisted of a nomination period (2 March-30 March 2023) during which the seats available were advertised, and a voting period (24 April -19 May 2023) during which voting information was dispatched to public members by post and to staff members by email.

New governors took up post on 1 June 2023.

The full results and voter turnout figures are attached.

### 3. Advice and Recommendations

- This report is for **Information**.

## UNIVERSITY HOSPITALS BRISTOL AND WESTON NHS FOUNDATION TRUST

### ELECTION TO THE COUNCIL OF GOVERNORS

**CLOSE OF VOTING: 5PM ON 19 MAY 2023**

#### CONTEST: Public: Bristol

RESULT		4 to elect
PHILLIPS, Maureen	206	ELECTED
CONN, Mary	177	ELECTED
PURDY, Janis	168	ELECTED
POSNER, Richard	155	ELECTED
WHEELER, Paul	126	

Number of eligible voters		1,926
Votes cast by post:	214	
Votes cast online:	54	
Total number of votes cast:		268
Turnout:		13.9%
Number of votes found to be invalid:		2
Total number of valid votes to be counted:		266

#### CONTEST: Public: North Somerset

RESULT		3 to elect
HARFORD, Suzanne	87	ELECTED
PLAISTER, Annabel	80	ELECTED
ROSE, John	76	ELECTED
BRISCOE, Graham	64	
WATTERS, Stephen	42	
IDE, Alex	30	

Number of eligible voters		719
Votes cast by post:	113	
Votes cast online:	32	
Total number of votes cast:		145
Turnout:		20.2%
Number of votes found to be invalid:		0
Total number of valid votes to be counted:		145



**CONTEST: Staff: Non-Clinical**

<b>RESULT</b>		<b>2 to elect</b>
CASTILLO, Sofia	419	<b>ELECTED</b>
OPOGAH, Jude	338	<b>ELECTED</b>
GARDINER, Lisa	225	
MAYNARD, Ned	213	

Number of eligible voters		4,114
Votes cast online:	771	
Total number of votes cast:		771
Turnout:		18.7%
Number of votes found to be invalid:		0
Total number of valid votes to be counted:		771

Civica Election Services can confirm that, as far as reasonably practicable, every person whose name appeared on the electoral roll supplied to us for the purpose of the election:-

- a) was sent the details of the election and
- b) if they chose to participate in the election, had their vote fairly and accurately recorded

The elections were conducted in accordance with the rules and constitutional arrangements as set out previously by the Trust, and CES is satisfied that these were in accordance with accepted good electoral practice.

All voting material will be stored for 12 months.

**Ciara Hutchinson**  
**Returning Officer**  
**On behalf of University Hospitals Bristol and Weston NHS Foundation Trust**

**UNIVERSITY HOSPITALS BRISTOL AND WESTON NHS FOUNDATION TRUST****ELECTION TO THE COUNCIL OF GOVERNORS****CLOSE OF NOMINATIONS: 5PM ON 30 MARCH 2023**

Further to the deadline for nominations for the above election, the following constituencies are uncontested:

**PUBLIC: SOUTH GLOUCESTERSHIRE  
1 TO ELECT**

The following candidate is elected unopposed:

Tony Tanner

**STAFF: MEDICAL AND DENTAL  
1 TO ELECT**

No valid nominations were received

*1 vacancy remains*

**Ciara Hutchinson**  
**Returning Officer**  
**On behalf of University Hospitals Bristol and Weston NHS Foundation Trust**

## Meeting of the Council of Governors on Tuesday 18 April 2023

<b>Report Title</b>	<b>Governor's Log of Communications</b>
<b>Report Author</b>	<b>Emily Judd, Corporate Governance Manager</b>
<b>Executive Lead</b>	<b>Eric Sanders, Director of Corporate Governance</b>

### 1. Report Summary

The Governors' Log of Communications was established as a means of channelling communications between the governors and the Trust's Executive Directors in a way that it is open to public scrutiny. It is a resource for logging queries from governors (direct queries or queries on behalf of their constituents) and the corresponding responses. It provides a practical mechanism for supporting good, two-way communication flow between governors and Executives.

### 2. Key points to note (Including decisions taken)

Since the last meeting on 18 April 2023:

- Six questions have been added to the Governors log relating to Cancer Support, Apprenticeship Support, Discharge, ED processes after Hours, Minor Injuries Units and Internet Perceptions.
- Three questions have been answered by Executive Directors relating to Cancer Support, Apprenticeship Support and Discharge.
- Three questions are unanswered but are not overdue.
- A new system has been found and is being used to log the Governors Log questions and provides a better level of reporting than the previous version.

Ref No	Coverage start date	Governor Name	Governor Constituency	Description	Executive Lead	Coverage end date	Response	Status
278	28/04/2023	Ben Argo, John Sibley	Public Constituency	Please can you advise of the present situation regarding bringing a cancer support centre to Bristol? Please can you also confirm that Non-execs have been updated on this project?	Chief Operating Officer	26/05/2023	<p>A ‘Maggie’s Centre’ (Maggie’s Bristol) is going to be built on the Bristol site at UHBW. The whole process for this project was paused throughout the pandemic, but is back on track again now. Approval for the preferred Bristol site was supported through the Strategic Estates Development Programme Board (SEDPB) and Senior Leadership Team in 2022 and Head of Terms have been finalised (between Maggie’s and UHBW) and approved through SEDPB (10/3/22). Maggie’s have commenced initial searches / surveys of the site and the architects are developing initial designs, which will then be submitted to UHBW for review.</p> <p>The formal Comms around location and progress is being managed by UHBW and Maggie’s Comms teams and will be coordinated with all stakeholders. Wider Comms will be launched when agreed provisional designs of ‘Maggie’s Bristol’ are available. Updates are regularly provided through Cancer Steering Group. An update was also provided at the Quality Focus Group in September 2022, when presenting the latest National Cancer Patient Experience Survey results and action plan. A site visit was held in January 2023 by Maggie’s Chief Executive, Design team along with UHBW Chair and Chief Executive.</p>	Closed
279	10/05/2023	Ben Argo, Sarah George	Appointed Governors	<p>1. What plans does the Trust have to implement, train and supervise new apprenticeships?</p> <p>2. What impact is this expected to have on day-to-day operations and on medical student placements if senior clinicians need to spend time training and supervising new apprentices?</p> <p>3. How is the apprenticeships programme going to be monitored and scrutinised by the NEDs?</p> <p>4. What plans are there to engage with the Universities in planning discussions around this topic?</p>	Chief People Officer	07/06/2023	<p>A robust application process is in place to ensure checks have taken place with the appropriate people ensuring there is ample capacity for the apprentice to learn and be supported in their role by a mentor/buddy/learning coach before we allow an application to proceed and engage in the HEI. Assigning a workplace mentor/buddy/learning coach is a powerful tool, ensuring our apprentice settle into their role quickly and thrive in the workplace. A mentor/buddy/learning coach is separate to a line manager and is someone who provides a support system for the apprentice. They can help apprentice resolve issues quickly. A workplace mentor/buddy/learning coach may:</p> <ul style="list-style-type: none"><li>•Share their knowledge and experiences.</li><li>•Provide advice, guidance, and feedback.</li><li>•Act as a sounding board for ideas and action plans</li><li>•Offer encouragement and support.</li><li>•Celebrate the apprentice’s success.</li><li>•Identify development opportunities.</li><li>•Build an apprentice’s confidence, independence, and self-belief.</li><li>•Set goals.</li><li>•Support personal development and wellbeing.</li></ul> <p>An apprenticeship report forms part of the Education updates which go to People Committee and provide assurances on progress with apprentices . In addition a paper which describes progress against our workforce plans which includes our apprenticeship offer also goes to the People committee twice a year. NEDs take assurance against the milestones set in the people strategy which relate to apprentices</p> <p>The Trust runs partnership meetings with all educational providers from the initial planning stage of a new apprenticeship to the on-going monitoring of individual apprentice progress. The department has already actively engaged with Plymouth University concerning the medical degree apprenticeship. Plymouth University are finalising the medical degree apprenticeship offer which will support us to gauge interest in our approach. Plymouth are looking for Trusts that are working as part of a cluster with other healthcare providers, such as primary care, community-based hospitals, hospices. Plymouth envisage that each cluster will provide 4-6 apprentices that will remain in the cluster, but the cluster will work together to provide placement opportunities in different health care environments. This is aligned to all apprenticeship route (nursing and non-clinical) with engagement of their appropriate HEI.</p>	Closed
280	15/05/2023	John Sibley		Please could you tell me how many patients are fit for discharge, but still occupy a hospital bed? Secondly, can you inform me how many of those patients have been waiting longer than 4 weeks for either an assessment by social services or are waiting for a care placement or package?	Chief Operating Officer	20/06/2023	<p>Today (25 May 2023) we have 151 patients who are fit for discharge but still residing in hospital – 88 people in the BRI and 63 at Weston. Whilst, on the whole, people no longer wait in hospital for permanent onward care arrangements to be made (eg care packages or care home placements), there are some people who have been fit for discharge for longer than four weeks awaiting discharge plans to become available. The breakdown is as follows:</p> <ul style="list-style-type: none"><li>•11 person in the BRI has been waiting longer than 4 weeks for care arrangements at home to be put in place. There are some complicating factors which are being worked through by the system MDT, including training for the person’s family on managing their new PEG feeding and medications.</li><li>•3 people have been waiting longer than four weeks for assessment beds in nursing homes to become available.</li><li>•6 people have been waiting longer than 4 weeks whilst complex discharge plans are formulated, including a requirement for social care in-reach assessments.</li></ul>	Closed
281	25/05/2023	John Rose		<p>What guidance is there for staff in the A&amp;E department at Weston Hospital regarding how to help people who have been waiting in A&amp;E for an hour or more and are still there at 2200hrs?</p> <p>The background is that an elderly person involved in a serious car accident had presented themselves at Clevedon MIU with serious back pain and needed radiological investigation, but after a long wait was told to go to Weston. After another long wait at Weston they were told that they might get a bed overnight at Weston or they could go home and present themselves at NBT the following day. Being elderly, they chose to go home and eventually were scanned the next day and found to have 3 fractured bones in their spine.</p>	Executive Managing Director (Weston)	29/06/2023		Assigned to Executive Lead

282	26/05/2023	Annabel Plaister		<p>I saw a good and long-standing friend who is an ANP in ED in Weston and proudly told me how well they are doing – one of the top performers in UK – it was so lovely to see, for several years it’s been more doom and gloom from the Weston staff when I bump into them. She told me they have rooms off the reception now and easy cases are seen by her and other ANP quickly and in and out within 40 minutes, Healthy Weston changes including the SDEC have really helped, staff are settled, less vacancies and they are excited to be getting the junior Dr’s back in a few months. Her only frustration is that technically minor injuries should be re-directed to Clevedon and Clevedon have had a lump of money to facilitate this, in reality they find it hard to send their typical type patients up to Clevedon so deal with them and it seems unfair that Weston hasn’t had a financial injection. Clevedon is amazing and perfect for patients in Clevedon, Nailsea and Portishead etc. Is the Board aware of this issue and what can be done to either ensure more people are attending minor injuries for minor injuries, or to facilitate this kind of unit closer to Weston?</p>	Executive Managing Director (Weston)	29/06/2023		Assigned to Executive Lead
283	13/06/2023	John Chablo		<p>We still have UHB images all over the place, and the same with the Weston site. Same with the logos, but I half understand why they are still in place on the websites. It just looks a confusing mess to me, and makes Bristol and Weston appear as separate entities. I know it's a major change to put all the hospitals under one UHBW domain, but how many years has it been since the merger? With no sign of a new website imminent either. Very disappointing as it's probably our first point of contact for many people.</p>	Chief Executive Officer	11/07/2023		Assigned to Executive Lead