

COUNCIL OF GOVERNORS

Meeting to be held on Tuesday, 16 January 2024 at 10.00 – 12.30 in the Lecture Theatre, The Academy, Weston General Hospital

AGENDA

NO.	AGENDA ITEM	PURPOSE	SPONSOR	TIMINGS	PAGE NO.
Preliminary Business					
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: <ul style="list-style-type: none"> 23 November 2023 	Approval	Chair		
5.	Matters Arising and Action Log	Approval	Chair		
6.	Chair's Report	Information	Chair	10.10	
Strategic Outlook					
7.	Chief Executive's Report	Information	Interim Chief Executive	10.20	verbal
8.	Theme for this month: Quality and Outcomes (Deirdre Fowler, Rebecca Maxwell, Sue Balcombe, Rosie Benneyworth and Susan Hamilton)	Discussion	Chief Nurse and Midwife; Chief Medical Officer; Chair of the Quality and Outcomes Committee	10.35	verbal
9.	Operational Report	Information	Chief Operating Officer	11.15	verbal
10.	Governor Questions	Discussion	Chair	11.30	verbal
Governor Decisions and Updates					
11.	Membership Engagement Report	Information	Director of Corporate Governance	11.50	
12.	Nominations and Appointments Committee Update	Approval	Director of Corporate Governance	12.00	
13.	Governor and Membership Forward Look	Information	Director of Corporate Governance	12.10	
14.	Governors Log of Communications	Information	Chair	12.20	
Concluding Business					
15.	Any Other Urgent Business	Information	Chair	12.25	verbal
	Date and time of next meeting: <ul style="list-style-type: none"> Thursday, 23 May 2024 	Information	Chair		

**Minutes of the Council of Governors Meeting on Thursday, 23 November 2023, held in E5
Bristol, 3-15 Jamaica Street, Bristol, BS2 8JP**

Present

Name	Job Title/Position
Jayne Mee	Chair of the Board and Chair of the Council of Governors
Grace Burn	Appointed Governor (Youth Involvement Group)
John Chablo	Public Governor
Carole Dacombe	Public Governor
Rob Edwards	Public Governor
Lisa Gardiner	Staff Governor
Sarah George	Appointed Governor (University of Bristol)
Fi Hance	Appointed Governor (Bristol City Council)
Suzanne Harford	Public Governor
Mo Phillips	Public Governor
Annabel Plaister	Public Governor
Richard Posner	Public Governor
Janis Purdy	Public Governor
John Rose	Public Governor
John Sibley	Public Governor
Tony Tanner	Public Governor
Libby Thompson	Appointed Governor (University of the West of England)

Others in attendance:

Arabel Bailey	Non-executive Director
Becca Dunn	Director of Business Development and Improvement
Emma Glynn	Associate Non-executive Director
Marc Griffiths	Non-executive Director
Rachel Hartles	Membership and Governance Officer (Minutes)
Andy Headdon	Strategic Capital Programme Director (Item 8)
Andy Jeanes	Director of Estates and Facilities (Item 8)
Emily Judd	Corporate Governance Manager
Neil Kemsley	Chief Financial Officer
Mark Pender	Head of Corporate Governance
Eric Sanders	Director of Corporate Governance
Jon Standing	Director of Pharmacy (item 11)
Martin Sykes	Non-executive Director
Eugene Yafele	Chief Executive

Jayne Mee, Trust Chair, opened the meeting at 09.30.

Minute Ref:	Item	Actions
COG:01/11/23	Chair's Introduction and Apologies	
	<p>The Chair, Jayne Mee, welcomed everyone to the meeting, and in particular Jayne welcomed newly appointed Governor Grace Burn to her first meeting.</p> <p>Apologies from Governors had been received from Maisy McCollum, Ben Argo, Karen Low, Mary Conn, Mark Patteson, Tom Frewin, Jocelyn Hopkins, Karen Marshall and Martin Rose. Apologies had also been received from Stuart Walker (Chief Medical Officer), Jane Norman (Non-</p>	

	<p>executive Director), Roy Shubhabrata (Non-executive Director) and Jane Farrell (Chief Operating Officer).</p> <p>Jayne outlined the agenda for the Council of Governors meeting, which included a spotlight session on Finance, Capital and Estates. To this end, Jayne welcomed Martin Sykes (Non-executive Director), Neil Kemsley (Chief Financial Officer), Arabel Bailey (Non-executive Director), Emma Glynn (Associate Non-executive Director), Marc Griffiths (Non-executive Director), Andy Headdon (Strategic Capital Programme Director) and Andy Jeanes (Director of Estates and Facilities) to the meeting.</p>	
COG:02/11/23	Declarations of Interest	
	There were no new declarations of interest from Governors relevant to items on the agenda.	
COG:03/11/23	Foundation Trust Member Questions	
	No questions had been received by members of the public.	
COG:04/11/23	Minutes from Previous Meeting	
	<p>Governors considered the minutes of the meeting of the Council of Governors held on 29 June 2023. There were no amendments requested and the minutes were accepted as a true and accurate record.</p> <p>Governors were also provided with the minutes to the Annual Members' Meeting held on Tuesday 12th September for their information. No comments or amendments were received.</p> <p>Members RESOLVED to approve the minutes of the Council of Governors meeting held on 29th June 2023 as a true and accurate record of the proceedings.</p>	
COG:05/11/23	Matters Arising and Action Log	
	<p>The completed actions were noted, and outstanding actions were reviewed as follows:</p> <p>COG: 04/06/23: Minutes from previous meeting <i>Corporate Governance Team to circulate to the Governors the written response to the question raised by a Foundation Trust member received at April's Council of Governors.</i> All Governors had started to receive all questions and answers raised by public members on a weekly update. Action Closed.</p> <p>COG:10/06/23: Governors Questions <i>Eric Sanders to confirm that the Customer Services training available at the Trust still included elements of customer service on the telephone.</i> It was confirmed that training was available to all staff and that should Governors have a specific areas of concern, the Education Team would be able to offer their training to the specific departments. Action Closed.</p> <p>Members RESOLVED to approve the action log.</p>	

COG:06/11/23	Chair's Report	
	<p>Jayne Mee updated the Governors on her Chair's Report, which included details of activity she had undertaken in the six months up to November 2023. Jayne took her paper as read and queried whether all Non-executive Directors Activity Reports had been made available to the Council of Governors and Non-executive Directors. The Trust Secretariat agreed to ensure these were circulated.</p> <p>ACTION: Ensure all Non-executive Director Activity Reports are circulated to Governors and Non-executive Directors.</p> <p>There were no questions from the Council of Governors.</p> <p>Members RESOLVED to:</p> <ul style="list-style-type: none"> • Receive the Chair's Report for information. 	Corporate Governance Team
COG:07/11/23	Chief Executive's Report	
	<p>Eugene Yafele, Chief Executive, provided an update on the main issues facing the Trust. Highlights from the update included:</p> <ul style="list-style-type: none"> • The Thirlwell enquiry in relation to the Lucy Letby trial outcome had opened and the Trust had been approached to provide some information. This was currently being collated and would be provided to the enquiry as soon as available. • There had been some industrial action in September and early October which had impacted service delivery. This had resulted in a number of letters of complaint relating to the waiting times and/or the number of cancelled appointments. • A Trust Strategy refresh was underway based on the Joint Clinical Strategy that had been developed with North Bristol NHS Trust (NBT). • The Children's Research Unit had been opened recently, which included four research beds. • A letter had been received from NHS England relating to waiting times. It requested an updated plan on how the Trust was planning to decrease waiting times. In response the plan had been signed off by the Integrated Care Board and had been sent on to NHS England. • As this was his last meeting of the Council of Governors before his departure, Eugene thanked the Council of Governors for their input during his tenure and wished everyone well in future. <p>Mo Phillips commended a personal experience in the Bristol Eye Hospital and Jayne Mee agreed that the diagnostic centre in the shopping quarter of Bristol had delivered a highly positive impact as well.</p> <p>Members RESOLVED to:</p> <ul style="list-style-type: none"> • Receive the Chief Executive's Report for information. 	
COG:08/11/23	Theme for this month: Finance, Capital and Estates	
	<p>Martin Sykes (Non-executive Director), Neil Kemsley (Chief Financial Officer), Arabel Bailey (Non-executive Director), Emma Glynn (Non-executive Director), Marc Griffiths (Non-executive Director), Andy Headdon (Strategic Capital Programme Director) and Andy Jeanes (Director of Estates and Facilities) presented the spotlight session on Finance, Capital and Estates. Highlights included:</p>	

	<ul style="list-style-type: none"> • Martin explained the purpose of the Committee, which was to support the implementation of the strategies relating to Finance, Digital and Estates and to ensure the investment requirements of the Trust were upheld. • The number of meetings held by the Committee, the membership of the meeting and the other items that were also discussed in the Committee, such as the strategic and corporate risks and the current key issues were also presented to the Council of Governors. • Neil Kemsley updated the Council of Governors on the current state of Trust Finances, along with a forward look at the financial outlook for the Trust. • Andy Headdon updated the Council of Governors on the Strategic Capital developments in the Trust in the last 12 months, which included a focus on highest risk areas and planning for the future through targeted funding for feasibility and development. • Andy Jeanes updated the Council of Governors on the priorities of the Facilities and Estates team, which included recruitment and retention, fire safety, estates compliance, sustainability and Arts and Culture. <p>Marc Griffiths, Non-executive Director commented on the collaborative working between the Sustainability team in UHBW and the Universities in the local area.</p> <p>John Rose, Public Governor, commended the work on recruitment and retention of facilities staff and highlighted how this staff group could sometimes be forgotten.</p> <p>Carole Dacombe commented on the recent patient led assessment of the care environment (PLACE) assessments she had been involved in and commended the work on the Trust that had been completed in the year since the last assessments completed.</p> <p>Lisa Gardiner, Staff Governor, highlighted the fire safety work that had been done throughout the Trust and highlighted an issue she used to come across in Trust car parking with rubbish and dangerous substances being left in car parking areas. Andy Jeanes, Director of Estates and Facilities thanked Lisa for her feedback and explained that 2024 would see a focus on the Trust's external spaces and a campaign to tidy up and remove dangerous substances outside as well as inside our buildings.</p> <p>Emma Glynn highlighted the culture around fire safety on site, particularly in Weston General Hospital where she had visited the previous week. Emma further highlighted the work on recruitment and retention of Facilities and Estates staff which had been welcomed across the Trust.</p> <p>Martin Sykes, Non-executive Director, thanked the team for their input on this spotlight session and advised that the Committee would continue to keep monitoring and providing assurance of the Finance, Digital and Estates work ongoing in the Trust.</p> <p>Members RESOLVED to:</p>	
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	<ul style="list-style-type: none"> • Receive the theme of the month discussion for information. <p><i>Andy Headdon and Andy Jeanes left the meeting.</i></p>	
COG:09/11/23	Operational update	
	<p>Becca Dunn, Director of Business Development and Improvement, provided an operational update to the Council of Governors. She highlighted:</p> <ul style="list-style-type: none"> • There had been an increase in activity during October, although the outlook was still challenging as the Trust headed into winter pressures. • The discharge hubs had recruited to approximately 84% of roles and were being used effectively to help the flow through the hospital. • Some initiatives that staff had noticed from previous years had been implemented to help with the flow through the Trust. This had encouraged staff to speak up about ideas and ways of working that could be changed for the better. • Planning for 2024-2025 had been compiled differently this year due to the changes in how budgets were due to be released. The Trust had been working closer with NBT and were planning the budgets for 2024-2025 as an acute sector rather than as two separate Trusts. <p>Mo Phillips, Public Governor, asked about the system working and queried whether the difficulties relating to staffing had been overcome. Becca Dunn advised that relationships with system partners had grown over the last year as collaboration became more normal, but the issues relating to staffing and capacity were ongoing.</p> <p>Richard Posner, Public Governor, asked about the patients with no criteria to reside, and whether there had been an update relating to how the Trust had been managing these patients. Becca Dunn explained that the system had spent a significant time on focussing on bedded care in the community and critical areas but collaborative working was always ongoing. The number of patients with no criteria to reside was monitored closely by many different areas and a significant decrease had been seen.</p> <p>John Rose, Public Governor, asked about the new initiatives that had been implemented around looking after patients at home. Becca Dunn explained that there was an initiative known as 'NHS @ Home' which might be known by some as 'virtual wards'. The initiative used staff from across the system and ensured the right people were helping the right patients at the right time.</p> <p>John Sibley, Public Governor, asked whether the media reports around patients coming to the Emergency Department with dental issues were impacting the waiting times for patients with life-threatening conditions, and asked what was being implemented to help this group of patients. Eugene Yafele, Chief Executive, agreed that the media reports were concerning and that there was a deteriorating picture nationally around dentistry. Eugene highlighted that although the Emergency Department was the wrong place for such issues, at least the patients were being seen and helped, although he stressed that patients were all seen in a priority queue and so life threatening emergencies did still get the priority</p>	

	<p>they deserved. Eugene finished by explaining that the Government had put a substantial amount of pressure on the Integrated Care Boards (ICB) to solve the issue of lack of dentists and the ICBs were doing all they could to help solve the crisis.</p> <p>Members RESOLVED to:</p> <ul style="list-style-type: none"> • Receive the Operational Update for information. 	
COG:10/11/23	Governor's questions	
	<p>Jayne Mee, Trust Chair, advised that this item had been added as a standing agenda item to provide time for Governors to ask questions which related to the Public Board meeting held earlier in the month.</p> <p>There were no questions that were related to the recent Board meeting.</p>	
COG:11/11/23	Pharmacy Technical Services Outline Business Case	
	<p><i>Jon Standing joined the meeting.</i></p> <p>Jon Standing, Director of Pharmacy, presented the Pharmacy Technical Services Outline Business Case to the Council of Governors for approval. He explained that the business case had been discussed in some depth at the Governors' Strategy Group in September 2023 and reminded Governors that this was a project between NBT and the Trust to provide a new facility for medicines production and manufacture. The paper had been brought to the Council of Governors to approve the governance process that had been followed in relation to this Outline Business Case to allow this to proceed to a Full Business Case.</p> <p>Richard Posner, Public Governor, asked whether the new facility would be likely to enhance the Trust's status in pharmaceutical terms. Jon Standing agreed that it would certainly enhance the status of the Trust to prospective new Pharmacists. Richard further asked whether using an offsite venue could pose a risk to staffing levels which had been known recently to be challenging. Jon replied that the staffing would be a risk but that the risk was to be carried until the site was opened, then there would be new opportunities including level 3 apprenticeships which would be expected to mitigate the risk.</p> <p>John Rose, Public Governor, advised caution over ensuring the production facility was not subject to a 'big pharma' takeover potential. Jon Standing advised that the production facility would be too small to attract 'big pharma', but thanked John for his caution.</p> <p>Marc Griffiths, Non-executive Director, reminisced over a recent visit to the Pharmacy Department and advised that this new space would be welcomed by the teams due to current conditions, which were less than ideal.</p> <p>Jayne Mee, Trust Chair, asked the Governors to approve the development of this outline business case into a full business case to present to NHS England Specialist Commissioning to bid for national funding and regional Capital Departmental Expenditure Limit (CDEL) uplift for the transformation of pharmacy aseptic services in line with the preferred option. She further asked the Governors to confirm that they were assured that Trust governance had been correctly followed and adhered to as per the process for any applications for significant,</p>	

	<p>strategic, and high-risk transactions. The Council of Governors approved this item.</p> <p>Members RESOLVED to:</p> <ul style="list-style-type: none"> • Approve the development of this outline business case into a full business case to present to NHS England Specialist Commissioning to bid for national funding and regional Capital Departmental Expenditure Limit (CDEL) uplift for the transformation of pharmacy aseptic services in line with the preferred option. • Confirm that they were assured that Trust governance had been correctly followed and adhered to as per the process for any applications for significant, strategic, and high-risk transactions. <p><i>Becca Dunn and Jon Standing left the meeting.</i></p>	
COG:12/11/23	<p>Nominations and Appointments Committee Update</p> <p>Mark Pender, Head of Corporate Governance, provided the Council of Governors with an update on the previous Nominations and Appointments Committee held on Wednesday 8th November 2023. He confirmed that the meeting discussed appraisals for a number of Non-executive Directors and Activity Reports for all Non-executive Directors and also discussed in detail the recruitment of two Non-executive Directors to replace Jane Norman and Bernard Galton (Non-executive Directors) who were finishing their terms of office in the first half of calendar year 2024.</p> <p>Jayne Mee, Trust Chair, confirmed that further to a conversation with Jane Norman, Jane had agreed to extend her Term of office to 30th April 2024, to aid with the timeframe that was expected for her replacement.</p> <p>There were no questions from the Governors.</p> <p>Members RESOLVED to:</p> <ul style="list-style-type: none"> • Receive the Nominations and Appointments Committee Update for information. 	
COG:13/11/23	<p>Governor and Membership Forward Look</p> <p>Emily Judd, Corporate Governance Manager, provided an update to the Council of Governors. She advised of the activity Governors had undertaken since June 2023, which included focus group meetings and Development Seminars. She highlighted that looking forward, the membership strategy was in development and was due to be launched later in 2024 and there were two elections due to be run for one public Governor and one staff governor. She finished her update by providing the meeting dates for the financial year 2024-2025 included in the meeting pack for information and invited any questions.</p> <p>There were no questions from the Council of Governors.</p> <p>Members RESOLVED to:</p> <ul style="list-style-type: none"> • Receive the Governor and Membership Forward look for information. 	
COG:14/11/23	<p>Governor's Log of Communications</p>	

	<p>Jayne Mee, Trust Chair, noted the updates in the Governor's Log of Communications. She highlighted that since the last meeting on 29th June 2023, one question had been asked on the Governors Log and there were no outstanding questions that required answering.</p> <p>Members RESOLVED to:</p> <ul style="list-style-type: none"> • Receive the Governors Log of Communications for information. 	
COG:15/11/23	Any Other Business	
	<p>John Rose, Public Governor, queried the updates that Governors received from the ICB and whether there could be an increase. After a discussion, it was agreed that there were updates that came through the Governors' Strategy Group from UHBW staff, but that the team would look to invite the ICB Chair and/or Chief Executive to a future meeting.</p> <p>ACTION: Corporate Governance Team to invite the ICB Chair and/or Chief Executive to a future Governor meeting.</p>	Corporate Governance Team
COG:16/11/23	Meeting close and date of next meeting	
	<p>The Chair declared the meeting closed at 11.20. The date of the next meeting would be:</p> <ul style="list-style-type: none"> • Council Of Governors; Tuesday, 16 January 2024 	

Council of Governors meeting – 16 January 2024
Action Log

Actions following Council of Governors meeting held on 23 November 2023					
No.	Minute reference	Detail of action required	Responsible Officer	Completion date	Additional comments
1.	COG: 06/11/23	Chair's Report Ensure all Non-executive Director Activity Reports are circulated to Governors and Non-executive Directors.	Corporate Governance Team	January 2024	Suggest action closed All Non-executive Director Activity Reports have been made available to Governors and Non-executive Directors on Convene.
2.	COG:15/11/23	Any Other Business Corporate Governance Team to invite the Integrated Care Board Chair and/or Chief Executive to a future Governor meeting.	Corporate Governance Team	January 2024	Action Ongoing Corporate Governance Team planning to invite Integrated Care Board Chair/CEO to a Governor Development Seminar for an update.



Meeting of the Council of Governors on Tuesday 16th January 2024

Report Title	Chair's Report
Report Author	Jayne Mee, Trust Chair

For Information

Introduction

We have now entered winter and our hospitals have predictably become busy as a result. Junior Doctor members of the British Medical Association (BMA) and Hospital Consultants and Specialists Association (HCSA) have been on strike Wednesday 3rd January to Tuesday 9th January, the longest period of strike action to affect our Trust yet. As in previous rounds of Industrial Action our teams have been well prepared remaining committed to keeping our patients safe. Inevitably such a long period will add to the elective recovery and diagnostic recovery challenge of which more detail will be explained at the CoG meeting.

We are once again calling on the resilience of our incredible staff. We have a continuing offer in place to support managing their physical and mental wellbeing. As always, the Board is very grateful to all our staff at what continues to be a turbulent time for the NHS.

We said farewell to Eugene Yafele at the end of December, as he leaves for pastures new in Melbourne Australia. Professor Stuart Walker has taken on the role of Interim Chief Executive supported by Emma Wood as Deputy Chief Executive. I'm sure the Governors wish both Stuart and Emma every success in their interim appointments over the coming months.

Acute Provider Collaborative

On Wednesday December 6th we announced the decision of our Trust Boards, and UHBW's Council of Governors, to have a Joint Chair and Joint Chief Executive who will lead both NBT and UHBW as the first step on a journey for our organisations to form a Hospital Group within the next two years.

The move to shared leadership and our strategic intent to form a Group demonstrates a clear commitment from both organisations to formally create the right environment which allows deeper collaboration to flourish and enable delivery of our Joint Clinical Strategy.

Our collective focus on delivering the best experience and outcomes for our patients, reducing health inequalities, supporting our communities, and delivering the very best careers we can for our staff has been at the heart of our decision making to get to this point.

We shall continue to keep our Council of Governors engaged as we begin the implementation of our plans in the coming months and years.



Well Led Review

I mentioned in my last report to Governors that we are required by NHS England to conduct a Well Led review every three to five years. The Trust commissioned DCO Partners to support us in this review.

The review has involved desktop research and interviews with internal and external stakeholders including our colleagues at North Bristol NHS Trust, the Integrated Care Board, and members of our staff. Additionally, DCO attended Board meetings, Board Committee meetings and spent time on various of our sites.

We have now received the final report which will be presented to the Board to discuss the recommendations. Following this an action plan will be developed focusing on the priorities.

We shall share a summary of the report and the action plan with Governors in due course.

NED Recruitment

Following the Nominations and Appointments Committee we have instructed Odgers Berndtson to support us in the recruitment of an Audit Committee Chair for when Jane Norman steps down at the end of April 24, and a People Committee Chair for when Bernard Galton steps down at the end of June 24.

We shall, as previously, involve Governors in the whole selection process.

Board Development

We continued our Board Development programme with rhr consultant David Cumberbatch to develop how we can continue to work effectively as a unitary board.

Reciprocal Mentoring

Governors will recall that I had the pleasure to reciprocal mentor our staff Governor Jude Opogah through the Bridges Talent Management Programme. Jude's programme has now come to an end and I am delighted to be reciprocal mentoring Josie Bonici through the new cohort of the programme.

Board Meetings

I have chaired the usual round of Board and Governor Meetings and attended Board Committees.

Meeting of the Council of Governors on Tuesday 16th January 2024

Report Title	Membership Engagement Report
Report Author	Emily Judd, Corporate Governance Manager
Executive Lead	Eric Sanders, Director of Corporate Governance

1. Purpose
This report gives a breakdown of current membership numbers and summarises engagement with the Trust membership from January 2023 – December 2023 against the aims set out in the Trust's Membership Strategy 2020-23.
2. Key points to note <i>(Including any previous decisions taken)</i>
<p>Although staff membership (which is automatic upon commencement with the Trust) has increased since February 2023, the number of public members has decreased. An outline of the number of members is provided in this report.</p> <p>The Trust continues to engage with members in line with the Membership Strategy. As the Membership Strategy ran until the end of 2023, this report will provide an outcome of each objective and the actions related to it.</p> <p>Attention has now turned to the 2024-2027 Membership Strategy: the first draft will be presented to the Membership and Constitution Group at the end of January 2024 and work is ongoing with the Comms Team to refresh the format of the strategy.</p>
3. Strategic Alignment
This report and its recommendations align with the Trust's 'Experience of Care' Strategic Improvement Priority.
4. Risks and Opportunities
None
5. Recommendation
This report is for Information
6. History of the paper Please include details of where paper has <u>previously</u> been received.
N/A

Membership Engagement Report

1. Purpose

1.1. This report gives a breakdown of current membership numbers and summarises engagement with the Trust membership from January 2023 – December 2023 against the aims set out in the Trust's Membership Strategy 2020-23.

2. Context/Background

2.1. University Hospitals Bristol and Weston NHS Foundation Trust has a formal requirement to maintain a Foundation Trust membership made up of members of staff and members of the public. It also has a duty to monitor member engagement and to provide opportunities for governors to engage with its membership.

3. Membership Numbers

3.1. The breakdown of members by constituency class is shown below. On 28/12/23, there were 3,730 public membership numbers compared with 3,899 public FT members on 06/02/23.

Membership Constituency Classes	28/12/23	06/02/23
Public Constituency		
Bristol	1,818	1,924
North Somerset	670	718
South Gloucestershire	664	669
Rest of England and Wales	578	588
Total Public Membership	3,730	3,899
Staff Constituency		
Medical and Dental	2,699	2,443
Nursing and Midwifery	5,344	4,859
Other Clinical Healthcare Professionals	2,535	2,383
Non-Clinical Staff	4,361	4,100
Total Staff Membership	14,920	13,785
TOTAL PUBLIC AND STAFF MEMBERSHIP	18,650	17,684

4. Progress against Membership Strategy

As the Membership Strategy concluded in December 2023, we have provided an outcome for each objective and the actions related to it.

4.1. **Objective: Awareness of Membership**

4.1.1. **Action 1. The opportunity to join the Trust as a member is visible at all key virtual or physical ‘touch points’ for patients, carers and visitors to our hospitals.**

The opportunity to join the Trust as a member was made available at each entrance to each hospital site via either a poster or via leaflets. The Council of Governor’s poster was updated regularly and placed in prominent locations around the Trust.

4.1.2. **Action 2. Membership leaflets/posters are available at all key Trust events/open days, or where staff from the Trust are out in the community.**

Membership posters were placed in prominent locations and leaflets were provided to the Apprenticeship and Education teams to hand out at Trust events.

4.1.3. **Action 3. Staff joining the Trust are made aware of membership and the benefits (i.e. standing for election), and the option to opt out – through appointment/welcome letter and corporate induction.**

The Corporate Governance Team attended the Bristol Corporate Induction Marketplace every other week to promote the Staff Governor role to new staff joining the Trust. The Team also attended the Weston Corporate Induction Marketplace once a month.

4.1.4. **Action 4. Staff leaving the Trust are offered the opportunity to become members so that they can keep in touch with the work of the Trust.**

This action was not completed and will be carried forward to the next strategy.

4.1.5. **Action 5. Membership benefits (e.g. the opportunity to attend events, standing for election as a governor) are publicised through the Trust’s social media channels, internal channels for staff and via stakeholders, in different formats (e.g. videos, blogs).**

All opportunities to attend events were advertised through the Corporate Social Media accounts and internal staff channels.

4.2. **Objective: Communication of membership**

4.2.1. **Action 6. Members are clear about their role. Public members receive a welcome pack (either by post or email) on joining the Trust along with regular communications (monthly e-newsletter or magazine and letter from the Chair twice yearly for those with postal address only).**

All public members received a welcome email on joining the Trust and as the option for an email address was mandatory, all new public members and current members with an email address received a monthly email newsletter. All members without an email address received two postal newsletters; one in

March 2023 advising of the opening of Elections and one in August 2023 inviting them to the Annual Members Meeting in September 2023.

4.2.2. Action 7. Staff members receive regular updates from their staff governor representatives and the membership team through the Trust internal communications channels and face to face meetings.

This action was not completed and will be carried forward to the next strategy.

4.2.3. Action 8. Members, and more broadly, members of the public receive regular updates from governors on their work and achievements, through the Trust social media channels, as well as at the Annual Members' Meeting, Council of Governors meetings, and at membership events as appropriate.

Members and public were invited to all events in 2023 and the Council of Governors provided updates on their work where possible.

4.2.4. Action 9. The membership team maintains an accurate record of public membership and takes every opportunity to encourage public members to provide an email address where possible.

The membership database was kept up to date throughout 2023 with all new members providing an email address.

4.2.5. Action 10. Good relationships with external organisations, particularly through Healthier Together (Bristol, North Somerset and South Gloucestershire Sustainability and Transformation Partnership) ensure cross promotion of health engagement opportunities through regular event programme.

Relationships with the newly formed Integrated Care System (ICS) developed and all events were promoted through the ICS newsletter.

4.3. Objective: Engagement of Membership

4.3.1. Action 11. Members have access to a regular events programme on key health topics aligned with the strategic health priorities for the region or the Trust forward plans/priorities, and which can be used by members to raise their questions, and for the governors and Board to meet members and hear their feedback.

Only one Health Matters event was produced in 2023, due to the lack of clinician time. There are plans for more events in 2024 and these will be promoted as spaces for members to ask questions and for Governors to hear feedback from their constituents.

4.3.2. Action 12. A full governor development programme provides governors with the necessary core training and skills to carry out their statutory duties effectively and to discharge their responsibilities.

Training was provided to the Council of Governors on all aspects of their statutory duties they were required to undertake. The 2024-2027 strategy will provide further opportunity for training on statutory duties and other areas of interest to Governors.

4.3.3. Action 13. Support is provided to all governors by the membership team and new governors are buddied with an existing experienced governor to help them settle into the role.

Support was provided by the Corporate Governance Team and newly elected Governors were buddied with experienced Governors.

4.3.4. Action 14. Effective processes are in place to enable staff governors to canvas and feedback staff views – as part of wider staff engagement initiatives (linking with the Communication Strategy and People Strategy).

This action was not completed and will be carried forward to the next strategy.

4.3.5. Action 15. Governors raise issues on behalf of members via the ‘Governors’ Log of Communications’, which is published in the Public Board Meeting papers.

Governors had access to the Governors’ Log of Communications and all questions were answered. All questions asked and answered were published in both the Public Board Meeting Papers and Council of Governors Meeting papers. An informal log of communications was also created to track questions asked by Governors that were not asked by constituents and these were updated and provided to Governors on a bi-weekly basis via the Trusts’ internal meeting paper portal, Convene.

5. Summary

5.1. Of the 15 actions to complete the three objectives, 12 actions were completed and three actions were carried across to the new strategy.

5.2. The 2024-2027 strategy is due to be brought to the Council of Governors meeting in May 2024 for approval.

6. Recommendations

6.1. This report is for information.

Meeting of the Council of Governors on Tuesday 16th January 2024

Report Title	Nominations and Appointments Committee Report
Report Author	Mark Pender, Head of Corporate Governance
Executive Lead	Eric Sanders, Director of Corporate Governance

1. Report Summary

This report provides a summary of the recent business of the Governors' Nominations and Appointments Committee.

This is a formal Committee of the Council of Governors to enable governors to carry out their duties in relation to the appointment, re-appointment, removal, remuneration and other terms of service of the Chair and Non-executive Directors.

2. Key points to note

A meeting of the Nominations and Appointments Committee was held on Tuesday 28th November 2023. The meeting was attended by seven Committee members and was Chaired by Sue Balcombe, the Senior Independent Director. The meeting discussed the arrangements for the recruitment of a Joint Chair for UHBW and NBT, including the following role description, job advert, remuneration, timeline and composition of the interview panel.

During the discussion concern was expressed regarding the amount of time the Joint Chair would have to engage with governors, and how the role could be successfully undertaken given the size and complexity of the two organisations involved. The balance between UHBW and NBT in the job advert was also discussed.

The committee was provided with an overview of the recruitment process to be followed, including how the external recruitment agency would have a number of conversations with potential candidates and how the Trust would receive updates periodically throughout the advert period.

It was noted that the intention was to hold interviews in March 2024, and it was noted that Jayne Mee, UHBW Trust Chair, had indicated that she would be willing to continue in her role if required should the successful candidate not be in a position to take up their role immediately.

The composition of the interview panel was discussed and there was some concern about the proposed number of governors on the panel. It was agreed that this would be the subject of further discussion outside of the meeting.

At the conclusion of the meeting the committee approved the timeline for the recruitment process, with the revised versions of the Joint Chair Role Profile, advert, remuneration and interview panel membership being the subject of further work.

Revised versions of these were subsequently circulated to members of the Committee via email and were approved by members of the committee.

The advertisement of the Joint Chair role was published on 14th December 2023.

Update on Non-Executive Director (NED) Recruitment

Since the Nominations and Appointments Committee last met, Odgers Berndtson have been appointed as the external recruitment agency for the recruitment of two NEDs to fill the vacancies arising from the end of Bernard Galton's and Jane Norman's terms of office. The advertisement for these roles appeared on 10th January 2024.

Matters for approval

Jayne Mee's term of office as Trust Chair is due to end on 31st March 2024. As a result of the timeline for the recruitment process to appoint a Joint Chair with NBT, Jayne has agreed to extend her term of office by one month, to end on 30th April 2024.

Similarly, Jane Norman's term of office as a Non-Executive Director ends on 29th February 2024. Jane is Chair of the Audit Committee, and in order to ensure this role is covered until a replacement has been recruited, Jane has agreed to extend her term of office by two months, to end on 30th April 2024.

The Council of Governors is asked to approve the above.

3. Advice and Recommendations

This report is for **Approval**.

The Council of Governors is asked to approve the following:

- **The extension of Jayne Mee's term of office as Trust Chair by one month, ending on 30th April 2024.**
- **The extension of Jane Norman's term of office as a Non-Executive Director by two months, ending on 30th April 2024.**

Meeting of the Council of Governors on Tuesday 16th January 2024

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

1. Purpose
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.
2. Key points to note <i>(Including any previous decisions taken)</i>
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.
3. Strategic Alignment
This report and its recommendations align with the Trust's 'Experience of Care' Strategic Improvement Priority.
4. Risks and Opportunities
None
5. Recommendation
<ul style="list-style-type: none"> The report is for information.
6. History of the paper
Please include details of where paper has <u>previously</u> been received.
N/A

Governor Activity Report and Membership Forward Look

1. Purpose

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.

2. Context/Background

This report 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.

3. Governor Activity

Since the last Council of Governors meeting on 23rd November 2023, we have welcomed one new Governor, Stuart Robinson, who has replaced Mike Hockett as the Appointed Governor from the Joint Union Committee. Mike has taken some personal time off and Stuart will be covering his role until he returns.

4. Governor Meetings

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.

4.1. Quality Focus Group

There has been one meeting of the Quality Focus Group since the last report. Agenda items included the Update and spotlight on the Quality Objective around Discharge, and an update on the Education Strategy. Other agenda items included updates from the Quality and Outcomes Committee Chair's Report and the People Committee Chair's Report as well as Governor Lay Representation on the Experience of Care Group, the Health Equity Delivery Group and the Accessible Information Standards Working Group.

4.2. Governors' Strategy Group

There were no meetings of the Governors' Strategy Group since the last report. The next meeting is due to be held on Tuesday 5th March 2024.

4.3. Membership and Constitution Group

There Membership and Constitution meeting is due to meet at the end of January 2024. Agenda items will include The Membership Strategy Update, The Lead Governor Role Update, the Annual Membership Representation Report and a review of the Terms of Reference for Focus Groups and the Business Cycles for the Focus Groups.

5. Other Governor Activity

5.1. Governor Development Seminars

The next Governor Development Seminar has been arranged for Wednesday 7th February, where we will be joined by NHS Providers to provide some bespoke training to Governors around effective questioning.

5.2. Public Board Meetings:

A number of governors joined the recent meeting of the Board of Directors in Public on 9th January 2024, to observe the Board conducting their business.

6. Governors Forward Look

Over the next quarter, The Governors will have a variety of meetings (Quality Focus Group, Governors' Strategy Group), and Non-executive Director Engagement sessions.

6.1. Membership Strategy:

The team is looking to refresh the Membership Strategy for the next three years and is consulting with the Communications Team on a fresh look for the strategy. The team hope to be able to launch the strategy in 2024 after engaging with the Governors at the next Membership and Constitution Group.

6.2. Governor Community Drop-in Sessions:

The team is looking to organise public drop-in sessions for our different constituencies to improve and the develop the connection between the community and our governors.

6.3. Elections:

The team is anticipating a further election in 2024 for the Staff Governor vacancy in Medical and Dental and the Public Rest of England and Wales constituency.

7. Recommendations

7.1. This report is for information.

Meeting of the Council of Governors on Tuesday 16th January 2024

Report Title	Governors' Log of Communications
Report Author	Mark Pender, Head of Corporate Governance
Executive Lead	Eric Sanders, Director of Corporate Governance

1. Purpose	
The purpose of this report is to provide the Council of Governors with an update on all questions on the Governors' Log of Communications and subsequent responses added or modified since the previous meeting. The Governors' Log of Communications is a means of channelling communications between the governors and the officers of the Trust.	
2. Key points to note <i>(Including any previous decisions taken)</i>	
Since the previous Council Of Governors meeting held in public on 23 rd November 2023:	
<ul style="list-style-type: none"> • Three questions have been added to the log relating to themes of Training, Duty of Care and Communications with Patients. • No questions are overdue a response. 	
3. Strategic Alignment	
N/A	
4. Risks and Opportunities	
None	
5. Recommendation	
This report is for Information	
6. History of the paper	
Please include details of where paper has <u>previously</u> been received.	
Trust Public Board	9 th January 2024

Governors Log January 2024

Governors questions reference number	Coverage start date	Governor Name	Governor Constituency	Description	Executive Lead	Coverage end date	Response	Status
286	19/12/2023	John Rose		What training is provided for staff who write documentation for meetings and procedural documentation to ensure they are concise yet effective? How is this training rolled out to staff?	Chief Executive Officer	16/01/2024		Assigned to Executive Lead
287	19/12/2023	John Rose		Although the Governors are aware this is a rare occurrence, have there been any instances where due to the absence of a PoA Health and Welfare that a "best interest" decision had been made, over-ruling the views of the patient's long term carer/relative/partner. Governors would like to ensure that those who care, love and know a patient, particularly when the patient is deemed as lacking capacity, are listened to when they are not in possession of a PoA Health and Welfare.	Chief Nurse & Midwife	16/01/2024		Assigned to Executive Lead
288	22/12/2023	Martin Rose		It has been noticed that some patient letters are still coming through with the original UHBristol or Weston Area logo on them, instead of the correct UHBW logo. Can you confirm that all departments have removed the old letterheads and are now using the correct logo?	Chief Executive Officer	19/01/2024		Assigned to Executive Lead