



**MINUTES OF THE GOVERNOR POLICY BOARD (GPB) MEETING
HELD AT ONE BIRDCAGE WALK, LONDON, SW1H 9JJ
ON THURSDAY 21 JANUARY 2016, 11.00AM – 14.00PM**

Board members present:

Frances Blunden (FB) (chair)	Governor, Royal Free London NHS Foundation Trust
Robert Alabaster (RA)	Governor, North East Ambulance Service NHS Foundation Trust
Kate Archer (KA)	Governor, Birmingham Women's NHS Foundation Trust
Sheila Barnes (SB)	Governor, Rotherham Doncaster and South Humber NHS Foundation Trust
Elisabeth Buggins (EB)	Chair, Birmingham Women's NHS Foundation Trust
Sue Davis (SD)	Chair, Birmingham and Solihull Mental Health NHS Foundation Trust
Roy Underwood (RU)	Governor, Doncaster and Bassetlaw Hospitals NHS Foundation Trust

In attendance:

John Coutts (JC)	Policy advisor, NHS Providers
Chris Hopson (CH)	Chief executive, NHS Providers
Kim Hutchings (KH)	Head of development and engagement, NHS Providers
Isabel Lobo (IL)	Senior healthcare analyst, NHS Providers
Edwin Magombe (EM)	Governor support officer, NHS Providers
Claire Mescia (CM)	Programme manager for GovernWell, NHS Providers

Apologies:

Hummad Anwar (HA)	Governor, Northamptonshire Healthcare NHS Foundation Trust
Diana Broughton (DB)	Governor, Lincolnshire Partnership NHS Foundation Trust
Saffron Cordery (SC)	Director of strategy and policy, NHS Providers
Peta Foxall (PF)	Governor, Royal Devon and Exeter NHS Foundation Trust

Action log:

Edwin Magombe (EM)	<ul style="list-style-type: none"> • Explore conference calling for GPB members who cannot attend in person. • Send around a poll to determine the dates of the next
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	<p>meeting.</p> <ul style="list-style-type: none"> • Circulate research on lead governors.
Kim Hutchings (KH)	<ul style="list-style-type: none"> • Follow up with the CQC regarding governor involvement in inspections. • Set up an election rules working group to investigate the options further and make a recommendation to the GPB.
Claire Mescia (CM)	<ul style="list-style-type: none"> • Follow up with Monitor regarding its guidance on significant transactions.
John Coutts (JC)	<ul style="list-style-type: none"> • Include three membership engagement questions in the forthcoming governance survey. • Look into EB's issue of whether governor elections can be brought forward in light of the trust's acquisition.

1. WELCOME FROM THE CHAIR

- FB welcomed the group to the meeting and noted apologies from HA, DB, SC and PF. KA was welcomed as a new member to the group, replacing Geoffrey Carleton. CH was introduced as the chief executive of NHS Providers.

2. UPDATE FROM CHRIS HOPSON

- CH thanked the GPB for their input to the work of NHS Providers, recognising their importance in representing the views of NHS governors. CH discussed his support of the FT model governance structure, as it allows autonomy and accountability to local communities.
- He indicated he believed that the GPB should constructively challenge NHS Providers and generate ideas to meet the needs of governors that can be debated and input into annual business planning.
- He reviewed the first year of transition in the governor support programme since joining with the Foundation Trust Governors' Association. Various products and services have been developed including the GovernWell training programme, a national governor conference, regional workshops, an induction toolkit to support trust secretaries, six guidance documents and an e-learning platform which is in development. The GPB was encouraged to consider other products to build governor capability.
- The group discussed the issue of member engagement, citing examples of how it works at their local trusts. CH suggested that the large base of FT members could be mobilised in future with more effective engagement. He also suggested creating a pool of template resources to share with members.
- RU raised the issue of governors not being aware of trusts' financial difficulties and CH suggested that governors should be trained further and the relationships and accountabilities of the governors and boards be better defined. JC added that it is important to establish mechanisms to ensure that these incidences do not occur again.
- CH indicated that NHS Providers understands the strategic level context within which providers are operating, and providing these as summaries for governors may help them understand the wider context and help inform their holding to account questions.
- FB reported that governors at her trust have not yet been involved in the CQC inspection. KH said she would follow this issue with the CQC.
- **Action – KH to follow up governor involvement in inspections with the CQC.**

3. PREVIOUS MINUTES AND MATTERS ARISING

- The minutes were ratified by the group and there were no outstanding actions or amendments necessary.

4. PROGRESS REPORT

- CM updated the group on the work of the NHS Providers governor support team between October 2015 and January 2016.
- The e-newsletter has received positive feedback with a high open and click rate.
- CM was invited to join the steering group for Volunteers' Week by the National Council for Voluntary Organisations (NCVO) to plan for the June 2016 campaign. CM has also been invited to participate in the 'Step Up to Serve' youth social action campaign. The latter is funded through a blend of businesses, philanthropists, charitable trusts and central government.
- 500 governors participated in the GovernWell training programme in 2015. 16 training sessions were delivered in the last quarter. The induction toolkit was launched with positive initial feedback. The @NHSPgovernors account has 775 and over 1,000 followers.
- The e-learning platform is in its final design stages, with the core module on schedule to launch within the next quarter.
- The CQC guidance for governors produced in collaboration with NHS Providers and Monitor has been distributed, with initial positive feedback. Monitor is currently working on guidance regarding significant transactions, which NHS Providers will follow up on in terms of completion date.
- A video featuring the chair of NHS Providers, Gill Morgan, exploring her views on the importance of NHS governors was produced and uploaded to the NHS Providers website. A video was also produced featuring Linda Nash, chair of the Independent Panel for Advising Governors, explaining the role of the panel, which should clarify the role of this group.
- Guidance documents to be published in the next quarter include guidance on effective chairing of governor committees and guidance on understanding the trust constitution.
- Regional workshops continue with the next meeting taking place in Norwich on 28 January and then subsequently in Birmingham on 11 February.
- The governor focus conference is being planned and confirmed speakers include Jim Mackey, chief executive of NHS Improvement, Professor Ted Baker, deputy chief inspector of hospitals at the CQC and Sam Grayston, head of membership at Nationwide Building Society.
- The governor brainstorm of key issues from the meeting on 22 October will feed into business planning for 2016-17.
- The upcoming governance survey will include three membership questions potentially followed up by more in-depth phone interviews to gather case study examples.
- Support for governors with learning disabilities is being explored and KA suggested it may also be worth investigating supporting governors who are unable to access material online and where English may be a second language.

- **Action – CM to follow up with Monitor regarding its guidance on significant transactions.**
- Action – Governor support team to consider making our content more accessible
- **Action – JC to include three membership engagement questions in the forthcoming governance survey.**

5. SHARING LOCAL INTELLIGENCE

- IL, senior healthcare analyst at NHS Providers, joined the group to note the local intelligence shared by GPB members.
- Members of the governor policy board used this session to identify the key issues facing their respective trusts and councils of governors at the moment.
- SB reported that her trust's CQC inspection report was published and they were rated as good in the categories of "caring", "responsive" and "well-led" but required improvement for the areas of "safe" and "effective". The trust also had an information and drop-in session with governors which went well.
- RU reported that the lead governor had left North East Coast Ambulance Service NHS Foundation Trust. The group discussed guidance on the lead governor role, building on the lead governor research commissioned by NHS Providers previously. RU reported that he is due to stand for re-election. He has also been delivering information governance sessions to his council of governors.
- KA reported that her trust was experiencing some financial difficulty. A significant transaction is underway through the acquisition of Birmingham Women's NHS Foundation by Birmingham Children's Hospital NHS Foundation Trust. The trust has formed a scrutiny committee chaired by a NED and comprised of governors to look at special issues. The trust is also preparing for a forthcoming CQC visit.
- SD reported that her council of governors decided that the acute vanguard integration work did not constitute a significant transaction. There are four trusts involved including two foundation trusts and two aspirant trusts, and the councils of governors and shadow councils have been working closely together. The group also discussed the situation at Heart of England NHS Foundation Trust, Monitor required approval of the council of governors to appoint a neighbouring chair who will remain a chair at University Hospitals Birmingham NHS Foundation Trust. JC highlighted this has happened several times.
- EB requested some guidance in preparing her council of governors for the trust's CQC inspection. She also queried whether elections could be brought forward in light of the significant transaction which would mean newly appointed governors would only be able to serve for two months. JC will investigate options with Monitor.
- FB reported that Royal Free Hospital NHS Foundation has a CQC inspection next month but there has been no governor involvement with the CQC so far. KH will follow up on this. The trust has instigated council of governor pre-meetings which have proved useful. The issue of governor involvement in audit committees was raised. Some trusts have governors observing the audit committee at work, and some have informal regular contact with the auditor in order to deliver an effective appraisal of performance when necessary. FB reported the trust had received a Monitor rating of two due to finances, waiting list times and cancer targets. The trust has introduced DBS checks for governors.
- **Action – JC to look into EB's question of whether governor elections can be brought forward in light of the trust's acquisition.**
- **Action – EM to circulate research on lead governors**

6. DISCUSSION OF FUTURE ELECTION RULES

- KH led the discussion about changing the GPB's election rules after meeting with director of Electoral Reform Services, Simon Hearn. A briefing was provided outlining the main options which the group discussed. Overall the consensus of the group was that the new process should ensure a balanced representation of membership but maximise the number of votes possible to avoid people being elected with relatively few votes. The group decided that a working group should be formed to explore the options in more detail and make a recommendation to the governor policy board.
- **Action – KH to set up an election rules working group.**

7. AOB

- The group suggested conference call facilities for governor policy board members who could not attend in person.
- **Action – EM to explore this option.**

8. CONFIRMATION OF NEXT MEETING DATE AND VENUE

- EM will send around a poll to determine the dates for future meetings. The next meeting will take place in London at the NHS Providers offices.
- **Action – EM to send around a poll**

Minutes were ratified at the governor policy board meeting on 24th May 2016.