



**Royal Berkshire**  
NHS Foundation Trust

# Council of Governors - 25/05/2022

MEETING  
25 May 2022 17:00

PUBLISHED  
20 May 2022

# Agenda

<i>Location</i>	<i>Date</i>	<i>Owner</i>	<i>Time</i>
Video Conference Call	25/05/22		17:00
1. Apologies for Absence (Verbal)			
1.1. Andrew Haydon, Pam Lynch		Graham Sims	
2. Declarations of Interests (Verbal)			
		Graham Sims	
3. Minutes for Approval: 23 February 2022 and Matters Arising Schedule			
		Graham Sims	17:00
4. Changes to the Council Membership (Verbal)			
		Caroline Lynch	17:05
5. Questions from the Public (Verbal)			
		Graham Sims	17:10
Holding the Board to Account			
6. Chief Executive Update (Presentation)			
		Steve McManus	17:15
7. COVID and Elective Recovery (Presentation)			
		Dom Hardy	17:45
Items of Council Business			
8. Governors Assurance Committee Minutes: 27 April 2022 and Terms of Reference			
		Tony Lloyd	18:15
9. Governor Nominations & Remuneration Committee Terms of Reference			
		John Bagshaw	18:20
10. Membership Committee Minutes: 12 April 2022 and Terms of Reference			
		John Bagshaw	18:25
Representing the Views of Members and the Public			
11. Governor Question Log			
		Caroline Lynch	18:30

# Agenda

<i>Location</i>	<i>Date</i>	<i>Owner</i>	<i>Time</i>
Video Conference Call	25/05/22		17:00
12. Questions from the Public (Verbal)		Graham Sims	18:35
13. Date of Next Meeting (Verbal)			
13.1. Wednesday 28 September 2022 at 17.00			

## Council of Governors

Wednesday 23 February 2022

17.00 – 18.30

Video Conference Call

### Present

Mr. Graham Sims	(Chair of the Trust) (Chair)
Mr. John Bagshaw	(Public Governor, West Berkshire & Borders)
Mr. Jonathan Barker	(Public Governor, Reading)
Mrs. Wendy Bower	(Partner Governor, Berkshire West CCG)
Cllr. Graham Bridgman	(Partner Governor, West Berkshire Council)
Mr. Ross Carroll	(Public Governor, East Berkshire & Borders)
Mr. Martyn Cooper	(Public Governor, West Berkshire & Borders)
Dr. John Crossman	(Staff Governor, Allied Health Professionals/Scientific)
Mrs. Alice Gostomski	(Public Governor, West Berkshire & Borders)
Mr. Tony Lloyd	(Public Governor, Wokingham) (Lead Governor)
Ms. Sunila Lobo	(Public Governor, Reading)
Mrs. Pam Lynch	(Volunteer Governor)
Mr. William Murdoch	(Public Governor, Southern Oxfordshire)
Mr. Brian Painting	(Public Governor, Reading)
Mr. Chris Plumb	(Staff Governor, Admin/Management)
Mrs. Roberta Stewart	(Public Governor, Wokingham)
Prof. Carol Wagstaff	(Partner Governor, University of Reading)
Mr. Paul Williams	(Public Governor, Reading)

### In attendance

Mr. Julian Dixon	(Non-Executive Director)
Mrs. Priya Hunt	(Non-Executive Director)
Mrs. Sue Hunt	(Non-Executive Director)
Mrs. Caroline Lynch	(Trust Secretary)
Mrs. Helen Mackenzie	(Non-Executive Director)
Mr. Steve McManus	(Chief Executive Officer) (up to minute 06/22)
Mr. John Petitt	(Non-Executive Director)
Mr. Andrew Statham	(Director of Strategy) (up to minute 07/22)
Mrs. Hannah Travers	(Deputy Trust Secretary)

### Apologies

Cllr. Parry Batth	(Partner Governor, Wokingham Borough Council)
Cllr. Deborah Edwards	(Partner Governor, Reading Borough Council)
Mr. Andrew Haydon	(Staff Governor, Nursing/Midwifery)
Cllr. Clive Jones	(Public Governor, Wokingham)
Ms. Bet Tickner	(Public Governor, Reading)

The Chair highlighted that Dr. Alison Hill, former Non-Executive Director, had passed away following a long-term illness in July 2021. The Council noted the contributions that Alison had made during her tenure as a Non-Executive Director.

**01/22 Declarations of Interest**

There were no declarations of interest.

**02/22 Minutes for Approval: 24 November 2021 and Matters Arising Schedule.**

The minutes of the meeting held on 24 November 2021 were agreed as a correct record and would be signed by the Chair.

The matters arising schedule was noted.

Minute 56/21: Composition of the Council of Governors: The Trust Secretary highlighted that progression of a Youth Governor had been challenged as staff involved in the process had been responding to clinical pressures during the Winter period. However, this would now be progressed.

**03/22 Changes to the Council Membership**

The Trust Secretary advised that Jennie Ford, Partner Governor, East Berkshire CCG and Lynda Taylor, Public Governor, Wokingham had stepped down. It was anticipated that elections to fill the seats on the Council of Governors would commence shortly.

**04/22 Questions from the Public**

There were no public in attendance.

**05/22 Chief Executive Update**

The Chief Executive highlighted that Emergency Department (ED) attendance had remained high during January 2022. The number of Covid positive inpatients remained static, currently approximately 90-100 patients. However, Covid was generally not the primary presenting condition. There was also lower acuity and interventions required in comparison to the other waves of Covid. A two-week patient flow programme was undertaken during January 2022 to support patient discharges and elective performance remained strong with minimal operations cancelled.

97.6% of staff had received their first Covid vaccination, 95.2% had received their second dose and 84% had received the booster. 'Vaccination as a condition of redeployment' for mandatory vaccinations had been paused as a consultation was in progress. However, staff continued to be offered Covid vaccinations as well as vaccine education sessions. Flu vaccine compliance was 68.5% and at a higher level than during 2020/21.

The Chief Executive highlighted the first cohort of medical support workers had joined the Trust. These staff had qualifications abroad but were required to undertake additional qualifications and training in the UK. Nick Gallogly, had been appointed as the second Consultant Orthotist in the UK and Ireland and the Portering team shortlisted for two awards in the National Portering Awards. The Trust had received the Veteran Aware Accreditation in recognition of the commitment to support the armed forces community. The draft Green plan has also been launched with a commitment to reduce carbon emissions by 7% each year.

Partnership working had also enabled 315 ophthalmology operations to be undertaken within two weeks and 18 tonsillectomies within one day to reduce elective waiting lists. It was anticipated that two MRI scanners would also open at West Berkshire Community Hospital (WBCH) during Autumn 2022.

In relation to a query on elective waiting lists, the Chief Executive advised that the majority of elective work had continued during Covid and that the private sector had been utilised. Other options such as weekend sessions and partnership working across the system was also being considered. It was anticipated that waiting times for a first appointment would shortly be published on the Trust's website.

The Council discussed anticipated costs for lateral flow tests and the impact on staff testing. The Chief Executive confirmed the Trust would follow national guidance and an update for NHS staff was awaited. Currently staff followed the same process to obtain lateral flow tests as the public. The Partner Governor, University of Reading, praised the guidance provided to staff that had included not being at work if a staff member felt unwell and recommended that learning could be shared with the University. The Committee noted that staff also had access to the Long Covid clinic and additional occupational health support where this was required.

A governor queried whether public perception of primary care appointments not being available was impacting on increased ED attendances. The Chief Executive highlighted ambulatory and minors attendance had increased. However, additional appointments were available in primary care that the public could access and other options were also highlighted. The Council noted that there had been an increase in the 30-50 year age group accessing treatment with long term conditions.

A query was raised on whether specialist MRI appointments were being moved to Bracknell Healthspace. The Chief Executive confirmed that MRI treatment would be available on all sites and work continued to progress this across the system.

In response to a query on whether a family could appoint an independent pathologist to attend an autopsy a response would be sought and included on the governor question log.

**Action: C Lynch**

## **06/22 Operational Plan 2022/23 and Vision 2025 Refresh**

The Director of Strategy provided an overview of the Vision 2025 Refresh. This included the review of changing conditions at a local, regional and national level such as the New Hospital Programme. Learning from the pandemic and celebrating successes would also be included. Engagement had taken place with staff and stakeholders to contribute to the refresh. In addition, supporting strategies would also be reviewed during 2022/23 to support delivery of Vision 2025.

The Council noted that the five strategic objectives had been refreshed to include an additional focus on inclusion and equality, impact on the environment and expansion of partnership working. The five strategic objectives had been updated to:

- providing the highest quality of care for all
- invest in our staff and live out our values
- deliver in partnership
- cultivate innovation and improvement
- achieve long term-sustainability

Metrics and key performance indicators were also being developed and programmes and initiatives would be identified to support progression of the objectives. The Council noted the recommended goals and key performance indicators.

A query was sought on how funding would be devolved to support care closer to home at PLACE. The Director of Strategy advised that it was anticipated this would be discussed with the ICS as 80% was provided at PLACE level.

In response to a query on health inequalities not being visible within the metrics the Director of Strategy confirmed that there was further work to progress in relation to health inequalities and would require partnership working to support this. However, work was already progressing with Public Health on prevention and inequality programmes over a three year period.

In relation to a query on midwifery and nursing recruitment from abroad the Director of Strategy confirmed that this was endorsed by NHS England/NHS Improvement (NHSE/I) due to national shortages for this workforce.

The Partner Governor, University of Reading, suggested that further work in relation to sustainability could be supported by the Health Innovation Partnership.

The Director of Strategy provided an overview Operating Plan 2022/24 and highlighted guidance from NHSE/I had advised that trusts contribute towards an ICS Operating plan instead of individual Operating plans. Key priorities from NHSE/I had been recommended for the ICS during 2022/23. Elective care had detailed information as to expectations of the individual organisations as well as the system. However, the remainder of the priorities were aspirations and expectations to improve outcomes, experience and staff satisfaction and value. Some of the priorities had included investing in the workforce and developing population health management, prevention and addressing health inequalities.

The Council noted that Trust priorities would support the national recommendations and the ICS. This included continued elective recovery and patient flow and enhanced safety culture, maintaining staff health and wellbeing and refresh of the people strategy. In addition, collaborative work with Primary Care Networks and the University of Reading, identifying health inequalities and strengthening capacity to improve with continuous Quality improvement workstreams. Delivering a break even financial outcome, investing £28m in the capital programme and the approach to delivery net zero targets would also be a priority.

#### **07/22 Governors Assurance Committee Minutes: 26 January 2022**

The Lead Governor provided an overview of the meeting on the 26 January 2022. It was recommended that governors should seek assurance on items included in the Board-sub Committee minutes in future meetings in order to enable the Council to hold the Non-Executive Directors to account for the performance of the Board.

The Chair of the Trust highlighted that it was anticipated that physical meetings would be reinstated from May 2022 but would include the option to attend virtually.

#### **08/22 Governance Handbook**

The Trust Secretary provided an update on the Governance Handbook that was submitted to the Council bi-annually. The Trust Secretary highlighted that the contents of the handbook related to local arrangements for the Trust. A minor update had been made to the handbook in relation to the timeframe on despatching agendas.

#### **09/22 Council Attendance 2021**

The Trust Secretary introduced the Council Attendance for 2021 and advised that the Council of Governors attendance was included in the Annual Report.

It was agreed that any queries in relation to attendance would be sent to the Deputy Trust Secretary.

**Action: All**

**10/22 Governor Question Log**

The Council noted the Governor Question log. One response had been provided since the previous meeting. The Chair encouraged governors to use the question log and highlighted that responses would be provided within 28 days.

The Deputy Trust Secretary would circulate the link for the governor question log on the Trust website. **Action: H Travers**

The Committee noted that work was on-going to progress a membership registration form on the Trust's website as potential members were currently required to contact the Corporate Governance team.

The Committee noted that an error had been highlighted on the meeting calendar and it was agreed that this would be reviewed and circulated to the Council. **Action: H Travers**

**11/22 Questions from the Public**

There were no public in attendance.

**12/22 Date of Next Meeting**

It was agreed that the next meeting would take place on Wednesday, 25 May 2022 at 17.00

**SIGNED:**

**DATE:**

## Agenda Item 2

Date	Minute Ref	Subject	Matter Arising	Owner	Update
23 February 2022	05/22	Chief Executive Update	In response to a query on whether a family could appoint an independent pathologist to attend an autopsy a response would be sought and included on the governor question log.	C Lynch	Item included on the question log.
23 February 2022	09/22	Council Attendance 2021	It was agreed that any queries in relation to attendance would be sent to the Deputy Trust Secretary.	All	No queries have been received in relation to attendance records.
23 February 2022	10/22	Governor Question Log	<p>The Deputy Trust Secretary would circulate the link for the governor question log on the Trust website.</p> <p>The Committee noted that an error had been highlighted on the meeting calendar and it was agreed that this would be reviewed and circulated to the Council.</p>	<p>H Travers</p> <p>H Travers</p>	<p>Completed.</p> <p>Completed.</p>

Minutes

## Governors Assurance Committee

Wednesday 27 April 2022

17.00 – 18.50

Video Conference Call

### Present

Mr. Tony Lloyd	(Public Governor, Wokingham) (Lead Governor) (Chair)
Mr. John Bagshaw	(Public Governor, West Berkshire & Borders)
Mr. Jonathan Barker	(Public Governor, Reading)
Ms. Wendy Bower	(Partner Governor, Berkshire West CCG)
Mr. John Crossman	(Staff Governor, Allied Health Professionals/Scientific)
Cllr. Clive Jones	(Public Governor, Wokingham)
Dr. Sunila Lobo	(Public Governor, Reading)
Mr. William Murdoch	(Public Governor, Southern Oxfordshire)
Mr. Brian Painting	(Public Governor, Reading)
Mr. Christopher Plumb	(Staff Governor, Admin & Management)
Ms. Roberta Stewart	(Public Governor, Wokingham)
Ms. Bet Tickner	(Public Governor, Reading)
Mr. Paul Williams	(Public Governor, Reading)

### In attendance

Mr. Graham Sims	(Chair)
Dr. Bal Bahia	(Non-Executive Director)
Mr. Julian Dixon	(Non-Executive Director)
Mrs. Sue Hunt	(Non-Executive Director)
Mrs. Priya Hunt	(Non-Executive Director)
Mrs. Caroline Lynch	(Trust Secretary)
Mrs. Helen Mackenzie	(Non-Executive Director)
Mr. Peter Milhofer	(Non-Executive Director)
Mr. John Petitt	(Non-Executive Director)
Mrs. Hannah Travers	(Deputy Trust Secretary)

### Apologies

Mr. Graham Bridgman	(Partner Governor, West Berkshire Council)
Cllr. Deborah Edwards	(Partner Governor, Reading Borough Council)

### 07/22 Declaration of Interests

There were no declarations of interests.

### 08/22 Minutes for Approval: 26 January 2022 and Matters Arising Schedule

The minutes of the meeting held on 26 January 2022 were agreed as a correct record and would be signed by the Chair.

The Committee noted the matters arising updates. All actions had been completed.

Minute 05/22: Group Discussion Feedback: The Chair of the Quality Committee provided an update on multiple letters received by a patient following a change to their appointment time.

These mainly related to ophthalmology and orthopaedic as these were high volume services. The Chair recommended that a final response was provided to the Committee to confirm whether any further issues had arisen related to administration of appointment letters.

**Action: G Sims**

## 09/22 Chair Update

The Chair welcomed Peter Milhofer as Non Executive Director to the Trust and highlighted that John Petitt's term of office would end in May 2022.

The Chair advised that there were 125 inpatients with Covid, of which 2 were in ICU and figures were continuing to decrease. Covid was also not the presenting issue for the majority of patients. Infection prevention and social distancing measures had been reduced and visitor restrictions had been relaxed. The Chair highlighted there was a sustained increase in attendance to A&E and this was a national issue.

The Chair provided an overview on the Buckinghamshire, Oxfordshire and Berkshire Integrated Care System (BOB ICS). The BOB ICS would become a statutory entity from 1 July 2022 and members of the Board had now been appointed. Nominations were being sought for three remaining positions and that Chair confirmed that the Trust would put forward a nomination.

The Chair provided an overview of the Continuous Quality Improvement (CQI) programme that had been approved by the Board. The Committee noted that this would review and identify processes of improvement.

The Chair provided an overview on the 2021/22 Capital programme and highlighted that the Capital programme of £29m for 2022/23 had been approved. The Committee noted that further updates were still awaited on the Building Berkshire Together programme.

The Chair highlighted that face to face meetings would be scheduled from May 2022.

## 10/22 Member Issue and Feedback

The Committee discussed a fault with departmental telephone systems. The Trust Secretary advised this had been an intermittent fault. However, incoming phone calls continued to be received by switchboard and this had been highlighted on the Trust website. The Committee noted that virtual appointments had not been impacted and were not linked to the telephone system. The Chair of the Trust confirmed that an update to the telephone system had been included in the digital strategy four year plan.

## 11/22 Group Discussion Feedback

The Committee separated into two groups, chaired by Sunila Lobo and Paul Williams to discuss recent Board sub committees and gain assurance.

Feedback from the discussions included:

- The group had discussed the increased numbers of attendees to A&E and whether the Trust should plan for the increases on an ongoing basis.
- The group had discussed the benefits and disadvantages of the Continuous Quality Improvement programme
- The group had discussed staff non-compliance with Mandatory and Statutory Training (MAST) and that training had been paused during Covid. However, the Non-Executive

Directors had advised that there was now a good focus on MAST compliance and this was monitored at the Workforce Committee.

- The group had discussed the anticipated reasons for the increase in staff to staff verbal aggression and noted that the Trust had refreshed the Behaviours Framework to highlight acceptable values and behaviours.
- Staff Health & Wellbeing continued to be a priority that included supporting staff with long Covid to return to work
- The group had discussed the recruitment of junior midwives and time required to support their development.
- The Chair of the Audit & Risk Committee had provided an overview of the Corporate Risk Register high risk items that were reviewed in detail at the Committee. Cyber security was also discussed at every meeting.
- The group had sought clarity on whether Non-Executive Directors were assured on the 80% compliance with the Ockenden report. The Chair of the Quality Committee confirmed that good assurance had been received on the Ockenden report and mitigations had been put into place for any gaps in compliance. Maternity updates were also provided monthly to the Board.
- The group had sought clarity on the Patients & Liaison Service (PALs) processes. The Trust Secretary advised that staff turnover had impacted on response times and this had been discussed at the Board. It was agreed that an update on PALs response times would be included on the governor question log. **Action: C Lynch**
- The group had discussed the increase in single tender contracts during Covid and that this was monitored at the Audit & Risk Committee. Non NHS-debt was also reviewed and the Chair of the Audit & Risk Committee advised that there were good controls in place.

### 12/22 Terms of Reference

The Committee received the terms of reference that were due for review as part of the annual cycle. One amendment had been proposed to amend the quorum to five governors, of which three would be public governors.

The Committee agreed that a recommendation should be submitted to the Council to approve the terms of reference. **Action: T Lloyd**

### 13/22 Date of Next Meeting

It was agreed that the next meeting would be held on Wednesday 29 June 2022 at 17.00

**SIGNED:**

**DATE:**

## Governors Assurance Committee

### Terms of Reference

#### Role of the Committee

The Committee will provide assurance to the Council of Governors in respect of the performance of the Board, bringing to the attention of the Council, in particular, any matters likely to impact on

- patient safety, clinical outcomes and patient and staff experience
- delivery of the annual plan performance targets

The Committee will carry out this role through the review of financial, business, clinical and workforce assurance information submitted to the Board and from receiving responses from the Non-Executive Directors on matters of interest or concern. The Board Committees include:

- Audit and Risk Committee
- Finance and Investment Committee
- Quality Committee
- Workforce Committee

#### Composition

The Committee membership will comprise any Governor wishing to serve. The Committee will be chaired by any Governor wishing to serve. The Chair of the Committee will be subject to annual appointment.

All Non-Executive Directors will attend meetings.

The Trust Secretary, or their nominee, will act as secretary to the Committee.

The Committee will meet four times per year.

#### Quorum

The quorum of the Committee will be five members (~~one-three~~ of whom must be a public Governor<sup>s</sup>).

#### Duties

The Committee will review assurance documents and information submitted to the Board and bring appropriate matters to the attention of the Council. The work of the Committee will be kept under review by the Council of Governors.

1. The Committee will review the financial, business, clinical and workforce assurance information submitted to the Board, and bring significant matters of interest or concern, and the Non-Executive's response, to the attention of the Council of Governors

2. The Committee will satisfy itself that the Board is reviewing, in a timely manner, appropriate financial, business and clinical information
3. The Committee will keep under review a range of assurance information submitted to the Board including, as required
  - Minutes of the Audit & Risk Committee
  - Minutes of the Finance & Resources Committee
  - Minutes of the Quality Committee
  - Minutes of the Workforce Committee
4. Governors will be provided the opportunity to highlight any member and public issues raised by constituents to Non-Executive Directors.

### **Reporting**

The minutes of Committee meetings will be formally recorded and submitted to the Council of Governors.

The Committee will review these terms of reference on an annual basis and report to the Council of Governors accordingly.

Reviewed by the Committee: 27 April 2022

Approved by the Council:

**Council Nominations and Remuneration Committee**

**Terms of Reference**

**Role of the Committee**

The Committee will oversee the development, implementation and review of the policy for the composition of Non-Executive Directors and the policy for the composition of Governors.

The Committee will made recommendations to the Council on the appointment of Non-Executive Directors

The Committee will recommend to the Council of Governors the terms and conditions, including remuneration and allowances, of Non-Executive Directors.

The Committee will oversee the appraisal process for the Chair of the Trust and Non-Executive Directors.

Review protocols for the approval of Chief Executive, appraisal of the Chair of the Trust and Non Executive Directors and appointment of Non-Executive Directors.

**Composition**

The Committee will be chaired by the Lead Governor.

The Committee will comprise any Governor wishing to serve.

In discharging its remuneration duties, the Chief Executive of the Trust will be entitled to attend meetings, unless the Committee decides otherwise, and the Committee will be required to take account of the Chief Executive's views.

The Chief People Officer and the Trust Secretary will be in attendance to advise the Committee as appropriate.

The Committee will also be expected to seek the advice of external advisors when appropriate, as defined in the Constitution, when determining the remuneration policy for Non-Executive Directors.

Members and advisers will be required to make known any knowledge of candidates being considered for appointment.

**Quorum**

The quorum will be five members, three of whom must be public Governors.

**Remuneration Duties**

The Committee will make recommendations to the Council of Governors on the following

1. To develop, seeking the advice and recommendations of the Chief Executive, mechanisms to ensure that the Committee and the Council in general is informed of the up to date position on Non-Executive Director remuneration in the public and private sectors, in particular the practice in Foundation Trusts
2. To recommend an overall remuneration and terms of service policy for the Non-Executive Directors, taking into account the advice of the Chairman (other than in respect of their own remuneration), Chief Executive and external advisors to the Committee.
3. To recommend levels and terms of service for individual Non-Executive Directors, taking into account the overall policy established by the Trust

### **Nomination Duties**

1. To establish and keep under annual review a policy for the composition of Non-Executive Directors, which takes account of the strategic needs of the Trust and the balance of the Board, and the membership strategy
2. To consider, and reflect in its deliberations, advice and recommendations from the Board on the skills and experience required in any Non-Executive Director appointment
3. To identify, taking account of the skill needs and balance of the Board, appropriate candidates for appointment as Non-Executive Directors. In doing so, the Committee will seek the advice of the Chair of the Trust (or the Deputy Chair in the case of appointing the Chair of the Trust, unless the Deputy is seeking appointment as Chair of the Trust) and the Board throughout the process
4. To establish and keep under annual review a policy for the composition of the Council of Governors, which takes account of the membership strategy
5. To oversee the process for the appraisal of the Chair of the Trust and Non-Executive Directors as set out in the protocol agreed between the Board of Directors and Council of Governors
6. To keep under review the protocol for the appraisal of the Chair of the Trust and Non-executive Directors.
7. Act on behalf of the Council in the arrangements agreed with the Board for the appointment of a Chief Executive.
8. Keep under review the protocol for the appointment of a Chief Executive.

### **Process**

In making recommendations for the appointment of Non-Executive Directors, the following process, prescribed by the Constitution, must be followed

- The Council of Governors will maintain a policy for the composition of the Non-executive Directors which takes account of the membership strategy, and which they shall review from time to time and not less than every three years

- The Chair of the Trust (or in the case of the appointment of the Chair of the Trust, the Deputy Chair), or Vice Chair of the Council of Governors, two Governors and the Chief Executive will work with an independent advisor to identify the skills and experience required for Non-Executive Directors
- Appropriate candidates will be identified by the Governor Nominations & Remuneration Committee which will include the Chair of the Trust (or Deputy Chair (unless they are standing for appointment, in which case another Non-Executive Director, when a Chair is being appointed) and at least one elected Governor and one appointed Governor. The Nominations & Remuneration Committee will take account of the policy maintained by the Council of Governors and the skills and the experience required. The Chief Executive will be entitled to attend meetings of the Nominations & Remuneration Committee unless the Committee decides otherwise and the Committee shall take into account the Chief Executive's views

### **Review**

The Committee will review these terms of reference annually, making recommendations to the Council of Governors as appropriate.

Approved by the Committee: 7 April 2022

Approved by the Council:

Minutes

## Membership Committee

Tuesday 12 April 2022

17.30 – 18.50

Video Conference Call

### Present

Mr. John Bagshaw	(Public Governor, West Berkshire & Borders) (Chair)
Ms. Wendy Bower	(Partner Governor, Berkshire West CCG)
Cllr. Graham Bridgman	(Partner Governor, West Berkshire Council)
Mrs. Sunila Lobo	(Public Governor, Reading)
Ms. Pam Lynch	(Volunteer Governor)
Mr. William Murdoch	(Public Governor, Southern Oxfordshire)
Mr. Brian Painting	(Public Governor, Reading)
Mrs. Roberta Stewart	(Public Governor, Wokingham)
Mr. Paul Williams	(Public Governor, Reading)

### In attendance

Ms. Kiki Kontra	(Transformation Project Lead) (for minute 01/22 and 02/22)
Mrs. Caroline Lynch	(Trust Secretary)
Mrs. Hannah Travers	(Deputy Trust Secretary)
Ms. Jo Warrior	(Director of Charity) (for minute 01/22)

### Apologies

Mr. Jonathan Barker	(Public Governor, Reading)
Mr. Parry Batth	(Partner Governor, Wokingham Borough Council)
Mr. Martyn Cooper	(Public Governor, Reading)
Cllr. Deborah Edwards	(Partner Governor, Reading Borough Council)
Mr. Andrew Haydon	(Staff Governor, Nursing/Midwifery)
Mr. Tony Lloyd	(Public Governor, Wokingham) (Lead Governor)
Prof. Carol Wagstaff	(Partner Governor, University of Reading)

### 01/22 Minutes for Approval: 27 July 2021 and Matters Arising Schedule

The minutes of the meeting held on 27 July 2021 were approved as a correct record and would be signed by the Chair.

The Committee noted the matters arising update.

Minute 16/21: Membership Strategy: The Chair recommended that governors provided feedback on the membership strategy, governor presentation and recommend suggested topics of interest for membership events. **Action: All**

### 02/22 Royal Berks Charity

The Charity Director provided an overview of the Charity and highlighted fundraising plans for 2022/23. Key elements included developing corporate partnerships and a proactive marketing campaign to encourage gifts in wills and in-memory giving. Enablers to support fundraising included engaging with potential ambassadors to raise the charity profile, simplifying the process for volunteering with the charity and identifying a range of campaigns to present to

potential supporters. The Committee noted the range of projects that had been supported during 2021/22.

The Charity Director provided an overview of the types of Charity funds. The Committee noted that work was ongoing to promote providing donations to the general fund as this enabled the Charity to support the whole Trust as funds were not restricted for a specific purpose. A query was raised as to why fundraising continued when restricted funds were not spent. The Charity Director advised that targeted work was taking place with Fund Advisors to identify potential projects to support spend of restricted funds. This included projects identified on the Capital plan that the Charity could support.

The Charity Director asked for governors' support to promote the work of the Charity to members and the benefits of raising for the general unrestricted fund. This included volunteering at membership events, becoming ambassadors of the Charity and engaging in Charity events.

**Action: All**

### 03/22 Health Inequalities

The Transformation Project Lead provided an overview of the health inequalities project linked to Did Not Attend (DNA) rates. Engagement sessions had taken place to identify barriers to attendance and deprivation was identified as the greatest challenge to non-attendance.

An analytic tool had been developed and used factors identified that included living in areas of high deprivation and patient demographics to predict the DNA probability for a patient. A pilot study was undertaken by orthopaedic and cardiology clinical admin teams to contact patients two days prior to their appointment whose DNA probability was 50% and over. This had resulted in a decreased DNA rate.

Work was also continuing to build relationships with 'seldom heard' communities and feedback from patients to design a service that was accessible for all. Future priorities would include embedding the Accessible Information Standard to support patients with additional communication needs as well as the DNA analytic tool to reduce DNA rates. In addition, a pilot to weight the waiting list would also be undertaken that would consider health inequalities when allocating appointments for patients waiting equal time for treatment. However, this would be prioritised on a clinical needs basis and health inequalities were considered as part of pre-treatment discussions. Review of best practice and engagement work would take place prior to the start of the pilot study to develop a framework for the programme.

A governor queried the patients that were not in scope of the DNA project that did not attend appointments. The Transformation Project Lead advised that alternative solutions were being reviewed that included patient initiated follow up models.

### 04/22 Membership Update

The Deputy Trust Secretary introduced the report and highlighted that total membership was 9,887, a decrease of 44 members since the last meeting. The Trust Secretary recommended that governors continue to raise the benefits of becoming a member with local constituents. Membership Forms would also be circulated to governors.

**Action: H Travers**

The Committee noted the membership application would shortly be made available on the Trust website and the link would be circulated to governors once this had been completed.

**Action: H Travers**

The Deputy Trust Secretary provided an update on the Pulse magazine that was circulated on a quarterly basis. Governors were invited to include an article in each magazine. The Committee recommended that nominations should be sought from governors to provide an article.

**Action: H Travers**

## 05/22 Membership Events

The Deputy Trust Secretary provided an overview of membership events scheduled for 2022-24. Events had been paused due to the Covid pandemic in 2021/22. Therefore, it was recommended that future events would take place virtually. Topics included the hospital redevelopment, health inequalities, TICC-19 Pathway, Virtual Outpatients and the Brainomix Project. The Annual General Meeting was also scheduled on the 21 September 2022.

The Committee noted that governor elections had been postponed as 'purdah' was in place until May 2022. The Deputy Trust Secretary proposed that virtual 'coffee meetings' were scheduled to highlight the benefits of the governor role as well support governors to carry out their statutory duty of representing the views of members.

The Committee discussed the proposed youth governor role. The Trust Secretary confirmed that work was continuing with the Youth Forum that had recently been established to review a job description for the role.

The Committee noted that the member survey had been paused due to 'purdah'. However, the draft survey would be submitted to the next meeting. **Action: H Travers**

A governor sought clarity on the progress of the governor letter for constituents that had previously been recommended. The Trust Secretary confirmed a letter could be provided for members following the appointment of a new governor. The Deputy Trust Secretary would review and circulate the letter that had previously been recommended to governors for any comments. **Action: H Travers**

A governor highlighted the low attendance of governors at the meeting. The Trust Secretary recommended that key messages following the Committee could be circulated to the Council to highlight the low attendance as the meeting provided the opportunity for governors to represent their members. **Action: C Lynch**

## 06/22 Training and Development

The Deputy Trust Secretary provided an overview of the virtual two year governor training and development programme. The Committee noted that training would be recorded to develop a virtual training catalogue.

Training and development sessions scheduled in 2022/23 would include NHS Finance, Integrated Care System, Social Media and GDPR/Cyber Security.

It was recommended that governors would feedback any additional membership training and development themes for consideration. **Action: All**

The Committee supported the training and development programme.

## 07/22 Terms of Reference

The Committee received the terms of reference that were due for review as part of the annual cycle. One amendment had been proposed to amend the quorum to five governors, of which three would be public governors.

The Committee agreed that a recommendation should be submitted to the Council to approve the terms of reference. **Action: J Bagshaw**

**08/22 Date of the Next Meeting**

It was agreed that the next meeting would be held on Thursday 9 June 2022 at 17.30

**SIGNED:**

**DATE:**

## Membership Committee

### Terms of Reference

#### Role of the Committee

The Committee will, within the terms of the Constitution, develop, implement and keep under review a membership strategy for the Trust. It will also consider any dispute which arises with regard to membership of a constituency, of the Trust or the conduct of individual governors.

The Committee will make recommendations to the Council of Governors on how it interacts with members and the public on Trust strategy and feedback their views

#### Composition

The Committee will be chaired by the Lead Governor when undertaking the disciplinary elements of its terms of reference. Any Governor may chair the Committee at other times.

The Chair of the Committee will be subject to annual appointment.  
The membership will comprise any Governor wishing to serve.

The Trust Secretary, and other Trust Directors as appropriate, will be in attendance to advise the Committee.

#### Quorum

The quorum will be ~~three~~ five members, three of whom must be public Governors.

#### Duties

The Committee will, having regard to the views of the Board of Directors on appropriate resource levels, make recommendations to the Council of Governors on the following

1. To develop a policy, implement agreed proposals and keep under review the Trust approach to engaging with the membership community
2. To recommend appropriate relationships and methods of communicating between Governors and the membership
3. To develop, implement and review, annually, a membership strategy for the Trust and to prepare an annual report for the Council and the Annual General Meeting with regard to the steps taken to secure representative membership, the progress of the membership strategy and any changes to the membership strategy
4. To keep under review the membership of the Trust to ensure that the actual membership is representative of those eligible to be members of each constituency
5. To oversee preparations for the Annual Members' Open Day
6. To consider any disputes concerning membership of a constituency, right to membership of the Trust and the conduct of individual governors

7. To seek the views of members and the public on material issues being discussed by the Trust and to conduct arrangements for collecting and reviewing views of members and the public on key issues and their experience of the Trust in general
8. To recommend objectives to the Council of Governors which are achievable and within the resources available
9. To keep under review the implementation of the objectives
10. To oversee the annual evaluation of the Council and its performance and to recommend any subsequent action
11. To recommend a governor training and annual development programme
12. To make recommendations to the Council on how it interacts with members and the public on Trust strategy and feedback their views to the Council.

### **Review**

The Committee will review these terms of reference annually, making recommendations to the Council of Governors as appropriate.

Approved by the Committee: 12 April 2022

Approved by the Council:

<b>Title:</b>	<b>Governor Question Log</b>
<b>Agenda item no:</b>	11
<b>Meeting:</b>	Council of Governors
<b>Date:</b>	25 May 2022
<b>Presented by:</b>	Caroline Lynch, Trust Secretary
<b>Prepared by:</b>	Hannah Travers, Deputy Trust Secretary

<b>Purpose of the Report</b>	To provide the Council of Governors with an overview of the Governor Question Log since the last meeting.
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<b>Report History</b>	None
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<b>What action is required?</b>	
Assurance	
Information	The Council of Governors is asked to note the report.
Discussion/input	
Decision/approval	

## 1 Background

- 1.1 The Governor Question Log was created in order to record issues and the Trust's progress in dealing with them. It was not intended to be used as a general purpose question log.

## 2 Scope of the Governor Question Log

The Question Log is designed to capture two broad kinds of issues:

- Strategic Issues – fundamental policy questions or critical challenges affecting the organisation, strategy, goals, resources, stakeholders, structure, processes, management, governance or service mix.
- Other significant outstanding problems or questions, where it is important to have a plan of action to identify responsibility for resolution and to track progress.

## 3. Categorising Issues

3.1 The recommended set of categories for the Governor Question log are:

- Strategy
- Services
- Patient Experience
- Marketing
- Change Management
- Staffing/Skills
- IT
- Systems & Processes
- Business/Finance
- External Stakeholders

## 4. Attachments

4.1 Appendix 1 – Governor Question Log

No.	Requester	Date	Question	Response
128	Governor	23 February 2022	A query was raised as to whether a family could appoint an independent pathologist to attend an autopsy	<p>When an autopsy takes place at the hospital the family can discuss an independent pathologist attending and the mortuary team would help to facilitate the request. The family would be required to cover the cost of any expenses related to the independent pathologist.</p> <p>If the autopsy was being undertaken by us but at the request of the Coroner the family would be required to liaise with the Coroner's office to discuss an independent pathologist attending.</p>
129	Governor	14 April 2022	<p>1) A query was raised on whether the hydro pool would be reinstated if funding was made available.</p> <p>2) Can the venues being suggested be used for both adult and children, how many patients are using the pool and is funding being made available?</p>	<p>The hydrotherapy pool has been closed for two years in line with Covid Infection Prevention Control and social distancing regulations. Our estimates indicate it would cost over £720k to re-open and then £270k per year in ongoing costs. We feel an acute hospital site is not necessarily a suitable setting for a hydrotherapy service, and this was acknowledged by a hydrotherapy stakeholder group meeting with the MP Alok Sharma in July 2021.</p> <p>NHS patients must be referred by the Independent Financial Review process for hydrotherapy treatment. The search for suitable alternatives involved 40 pools and the focus was on keeping the NHS hydrotherapy provision within the Berkshire West boundaries, although it was extended into Oxfordshire because of the scarcity of suitable pools within the Berkshire West geography. Only two sites, Lynden Hill and Castle School adhered to the extremely rigorous clinical, health and safety and accessibility regulations and met with approval from the clinical inspection team which included aquatic physiotherapists, paediatric physiotherapy specialists and the Trust's Specialist Medicine Matron. These</p>

			3) Are the department's that would normally recommend water physio aware that the hydro pool at the RBH is not in use.	<p>pools are also subject to stringent NHS contractual conditions and action can be taken if there are concerns around compliance.</p> <p>The pools now being used include Castle School, Newbury for paediatrics and Lynden Hill, Reading for adults.</p> <ul style="list-style-type: none"> <li>• For the adult services no referrals have been made this year to Lynden Hill</li> <li>• For the paediatric service at The Castle: 9 referrals, 7 approved, 1 pending outcome and 1 rejected</li> </ul> <p>Engagement has been held with appropriate teams and clinicians and they are aware the RBH hydro pool is no longer open and of the two alternative pools now providing hydrotherapy services for paediatrics and adults. NHS patients must be referred by the Independent Financial Review (IFR) process to receive hydrotherapy and staff are aware of this process.</p>
130	Governor	25 April 2022	A query was raised on whether there was a Buckinghamshire, Oxfordshire and Berkshire (BOB) Integrated Care System (ICS) Strategy	The BOB ICS strategy is available in the public domain at <a href="https://www.bobstp.org.uk/bob-ics-development-plan/">https://www.bobstp.org.uk/bob-ics-development-plan/</a>
131	Governor	5 May 2022	A query was raised on the use of gentamycin at the Trust.	The Trust is aware of the safety advice and implications around the use of Gentamycin. These have been known for many years and recent studies continue to add to the body of evidence. Our clinicians ensure that Gentamycin is used safely and only where there is no other alternative. Safety is maintained by ensuring the correct dosing and length of treatment course.