

**MINUTES OF THE MEETING OF THE COUNCIL OF GOVERNORS IN PUBLIC
OF THE
ROYAL DEVON UNIVERISTY HEALTHCARE NHS FOUNDATION TRUST**

**Held on Wednesday 23 August 2023
Exeter College Future Skills Centre
Exeter Airport Industrial Estate
Exeter, EX5 2LJ**

Present

Shan Morgan, Trust Chair

Public Governors

Eastern:

Kay Foster
Rachel Noar
Barbara Sweeney
Heather Penwarden

Northern:

Catherine Bearfield
Carol McCormack-Hole
Jeff Needham

Southern:

Hugh Wilkins
Richard Westlake

Staff Governors:

Tom Reynolds
Cathleen Tomlin

Appointed Governors:

Ian Hall (Cllr), Devon County Council

Apologies

Janet Bush, Southern
Bob Deed, Northern
Maurice Dunster, Eastern
Dale Hall, Northern
Simon Leepile, Staff
George Kempton, Northern
Gill Greenfield, Southern
Angela Shore, Appointed - University of Exeter
Jayne Westcott, Staff

In Attendance:

Bernadette Coates, Governance Coordinator
(minute taker)
Sarah Delbridge, Engagement Manager
Hannah Foster, Chief People Officer (minutes
18.23 - 28.23)
Melanie Holley, Director of Governance
Sean Lewis, BSL interpreter
Alastair Matthews, Non-Executive Director
Martin Marshall, Non-Executive Director
Tony Neal, Non-Executive Director
Caron Wolfenden, BSL interpreter

| Item | Minute | | Action |
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| 1. | 18.23 | WELCOME AND APOLOGIES | |
| | | Ms Morgan welcomed everyone to the meeting, including Governors, Board members and interpreters for Mrs Noar. The apologies were noted as above. | |
| 2. | 19.23 | DECLARATION OF GOVERNOR INTERESTS | |
| | | There were no new declarations of interest. Cllr Hall reminded the CoG of his role as Joint Chair, One Eastern Devon Partnership Forum. | |
| 3. | 20.23 | SECRETARY'S NOTES | |
| | | Mrs Holley updated the meeting on the following: Confirmation of the outcome of the Lead Governor and Deputy Lead Governor election process: Mr Needham and Mrs Penwarden had been elected as Lead and Deputy Lead Governor respectively, following the recent election and ratification process. Mrs Holley said they would take up their | |

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| | | <p>posts after the Annual Members Meeting, adding that for Mrs Penwarden this was subject to her re-election as a Governor. Mrs Holley gave her thanks to them both for stepping forward, and to Mrs Sweeney for her commitment to the Lead Governor role over the last 12 months.</p> <p>Dates of forthcoming meetings:</p> <ul style="list-style-type: none"> • CoG meeting on Tuesday 26 September. This was a meeting called for the CoG to receive the Nomination Committee’s recommendation regarding the recruitment of a new NED. Mrs Holley said it was important the meeting was quorate and asked for apologies to be submitted. • Annual Members Meeting (AMM), Wednesday 27 September. This would take place at Petroc College’s Tiverton campus 16.00-18.00. Mrs Holley said the Board meeting in public would take place in the morning, with a member engagement event in the afternoon followed by the AMM. Exact timings for the Board meeting and member event would be shared in due course. • The next Joint CoG and Board Development Day takes place on 8 November 2023. Mrs Holley confirmed the venue was the Future Skills Centre and timings would be confirmed in due course. • The next formal CoG meeting was on 22 November 2023 with the venue again being the Future Skills Centre <p>Nightingale Hospital Exeter. Mrs Holley said there were a number of issues raised at the CoG Development Day on 12 July 2023 related to patient travel to the Nightingale Hospital Exeter, including parking and road signage. She said she had taken an action to follow these up and a detailed response from the Divisional Director was circulated to all Governors at the end of July 2023. Mrs Holley asked if there were any further questions in relation to the response circulated, please raise theme under the Chief Executive Question and Answer session as previously advised.</p> <p>Care Quality Commission (CQC) inspection report. Mrs Holley said the CQC report was due to be published by the end of the week and Governors, along with Trust staff, would receive the press release ahead of publication.</p> <p>There being no questions, the Secretary’s Notes were noted by the CoG.</p> <p>The Council of Governors noted the Secretary’s Notes.</p> | |
| 4. | 21.23 | CHAIR’S REMARKS | |
| | | <p>Ms Morgan said the meeting was the last formal CoG meeting for some Governors whose terms of office were due to end on 27 September 2023 at the AMM – Mrs Sweeney, Ms Bush, Mr Wilkins and Mrs Tomlin. Ms Morgan thanked Mrs Sweeney for her contribution as a Governor and more recently as Lead Governor. She thanked Ms Bush for her work and Mr Wilkins for his thoughtful challenge, particularly in relation to the Nominations Committee. Ms Morgan thanked Mrs Tomlin for providing her perspective as a Staff Governor.</p> <p>Ms Morgan outlined the agenda for the Confidential meeting. There would be an update from her as Chair and also a more detailed report from the Nominations Committee. Later in afternoon, the CoG would be providing valuable feedback for the Non-Executive Director (NED) and Chair appraisals</p> | |

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| | | <p>The day would conclude with feedback from communities and an evaluation of the day.</p> <p>Ms Morgan provided a brief outline of the Royal Devon’s response to the Lucy Letby case, which all at the Trust had been shocked by. The Executive Team was considering how the Board assured itself, with Ms Morgan saying she had spoken to Mr Tidman, Deputy Chief Executive, and Mrs Mills, Chief Nursing Officer, about an urgent review on a wide range of issues, including all of the ways of raising concerns at the Trust. Ms Morgan said the outcome of this review would be presented to a Board meeting in public. Knowing the case will have been of concern for the CoG, Ms Morgan said feedback from the Governors during the meeting on how the Trust should respond would be welcomed.</p> <p>The Council of Governors noted the Chair’s Remarks.</p> | |
| 5. | 22.23 | APPROVAL OF THE 8 JUNE 2023 PUBLIC MEETING MINUTES | |
| | | The minutes of the 8 June 2023 public meeting were approved. The action tracker was noted, with the actions completed. There were no matters arising. | |
| 6. | | ACCOUNTABILITY AND ENGAGEMENT | |
| 6.1 | 23.23 | CHIEF EXECUTIVE’S PUBLIC REPORT | |
| | | <p>Mrs Foster introduced herself as the Trust’s Chief People Officer. She said she was presenting the Chief Executive report on behalf of Mr Tidman, who sent his apologies as he was attending a system-wide meeting on Urgent and Emergency Care. Mrs Foster said she had discussed with Mr Tidman the topics to be covered in the update.</p> <p>Regarding the Letby case, Mrs Foster said there had been a discussion at the weekly Executive Director team meeting the previous day, with the focus on what can be done to avoid such a case.</p> <p>Mrs Foster said the national COVID-19 inquiry was under way, with the first phase coming to an end on 19 August 2023. She said there were six modules in total, with the second focussing on governance and decision making. Mrs Foster said the Trust would engage with it if and when required to.</p> <p>Mrs Foster provided an update on recent industrial action taken by Junior Doctors and due to be taken later in the week by the Consultants. She said it resulted in significant pressure on staff and had an impact on patients. The Trust worked hard to plan for industrial action and the periods of striking were very challenging.</p> <p>A 15 year national NHS workforce plan had been published in June 2023. Mrs Foster said this was a huge opportunity for staff and patient care; however, the Trust would need to work with training and education partners on it.</p> <p>Mrs Foster said there had been a visit to North Devon District Hospital (NDDH) on 2 August 2023 from Lord Markham, Parliamentary Under Secretary of State at the Department of Health and Social Care. Lord Markham had met with key stakeholders and discussed the ‘Our Future Hospital’ building programme. Mrs Foster said it had been confirmed that NDDH was in the national hospital programme. She said Phase One at NDDH had begun, which was the rebuilding of staff accommodation.</p> | |

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| | <p>In terms of system recovery, Mrs Foster said the Trust was engaging nationally on this, including regular reporting and monitoring of progress. She added that some of the detail was contained in the performance report being discussed later in the meeting.</p> <p>Mrs Foster said that Devon Partnership Trust had received some capital investment and if its plans were approved by NHS England, it would create two new regional inpatient centres for adult whose needs cannot be met through general mental health wards.</p> <p>Mrs Foster said she the NHS Devon’s Domestic Abuse and Sexual Violence team won the Excellence in Primary and Community Care Award at July 2023’s NHS Parliamentary Awards. The team had contributions from the Royal Devon in the form of the Safeguarding Teams and also the Sexual Assault and Referral Centres. In addition to this the Trust had been shortlisted in three categories for the Health Service Journal Awards 2023. The first was the NHS England National Rapid Genome Sequencing Service for the Acute Sector Innovation of the Year award. This cutting-edge service for critically unwell babies and children is based in the Exeter Genomics Laboratory of the South West NHS Genomic Laboratory Hub, hosted by the Royal Devon. The second was a new equipment bag for community nurses, developed by a team of specialists from the Royal Devon’s Northern services, shortlisted for the Primary and Community Care Innovation of the Year award, with the third being an innovative project aimed at minimising the carbon footprint associated with the use of anaesthetic gases in healthcare, being shortlisted for the Towards Net Zero award. Mrs Foster said the winners would be announced at a ceremony in November 2023.</p> <p>Noting that the CQC report was due to be published later in the week, Mrs Foster said the Executive Team was expecting it to be a fair reflection of the inspection and work was commencing on the action plans.</p> <p>Mrs Foster said the Trust was launching its Extraordinary People Awards, an awards scheme for staff and volunteers to be nominated by their colleagues or by patients and public. There were a number of categories and the award ceremony would be held in November 2023. Mrs Foster said Governors were encouraged to engage in the awards.</p> <p>Mrs Foster said the Trust had received two new robots for robotic surgery, paid for by funding from NHSE. She said this was good for patients and good for the recruitment and retention of staff, citing an example of a recent consultant interview where a candidate had shown a film of the use of a robot as part of the interview process.</p> <p>The Trust had opened a memorial garden on 19 August 2023 at the RD&E Hospital, following a fundraising effort by a Junior Doctor. Mrs Foster said the garden would also be used as an outdoor therapy space for dementia patients.</p> <p>Mrs Foster said that recruitment in community nursing had improved, particularly in Bideford, where there had been a longstanding issue, which was good news.</p> <p>The new discharge hub at NDDH, opened in July 2023 and saw 78 patients discharged in first week, which Mrs Foster said was more than the previous lounge discharged throughout the whole of May 2023.</p> | |
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| | | <p>Mrs Foster said the Trust had a programme to promote Epic MY CHART to accelerate the number of users and said Governors could also help spread the word in their communities.</p> <p>Mrs Foster said she had no further news and she was happy to take any questions.</p> <p>Ms Morgan thanked those Governors who attended Lord Markham’s visit, adding that she had written to him afterwards to emphasise the points the Trust had made, particularly in relation to the new hospital and the Trust’s track record of delivery. As part of the visit, Lord Markham had visited the new Jubilee Ward at NDDH, which had been delivered on time and on budget.</p> <p>The Council of Governors noted the Chief Executive Report.</p> | |
| 6.2 | 24.23 | OPEN QUESTION AND ANSWER | |
| | | <p>Mrs McCormack-Hole said she was keen to understand more about robotic surgery and its benefits, as this could help Governors when talking to the public. She asked if it was possible for Governors to see the film that Mrs Foster had referred to. Mrs Foster said this was not possible as it belonged to the interview candidate, with Ms Morgan adding that an update on robotic surgery had been noted as an item of interest for Governors following the last Development Day. Cllr Hall asked if patients and the public were embracing robotic surgery and the use of Artificial Intelligence in healthcare generally. Ms Morgan said this had been discussed at the July 2023 Joint CoG and Board Development Day. The Governors and Directors heard how the Trust was embracing digital in all aspects of its operations and they had also got a sense of how the public was feeling about it too from feedback that Governors had sought in their communities.</p> <p>Mrs McCormack-Hole said she had been distributing leaflets about MY CARE in her local community. She commented that people who did not attend the hospital very often were not aware of it. Mrs Foster agreed, adding that people only tended to think of it when they needed it. Staff were encouraged to mention it at appointments but it also required publicity outside of the hospitals. Mrs Foster said there would be a campaign during the Autumn, which would also include primary care.</p> <p>Mr Westlake said the Governors had discussed the Letby case in the pre-meeting that morning, particularly in relation to the CoG’s role in appointing the NEDs who appoint the Executive Directors. He said he looked forward to the interim report coming to the Board meeting, ahead of any public inquiry. Mr Westlake said it was important how the Trust’s information was presented as there was real concern in the community about the case that did not need to be heightened about the Trust. Mrs Tomlin added that reassurance to staff on Whistleblowing was also important in light of the case. Mrs Holley noted the comments and reassured the Governors about the seriousness with which the Trust was taking the case. The review was underway, including looking at red flags being escalated, mortality and learning from deaths, Whistleblowing and Freedom to Speak Up. It would also look at external reviews and outside assurance. Mrs Holley said this was a significant review for the Trust to undertake and it was keen to ensure any learnings were taken.</p> <p>Mr Westlake referred to the update that had been circulated to Governors on the Nightingale Hospital, saying he was still receiving concerns about it from people in his community. Mr Westlake said the people he had spoken to all</p> | |

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| | <p>said the treatment received at the Nightingale was excellent, the concerns were all about travelling there. He cited one example of a person he knew who lived in West Devon who refused to use the Nightingale due to the issues with signage, directions and parking. He said there appeared to be an impasse between the Trust and Devon County Council and he asked how this could be moved forward and the concerns of patients taken up. Ms Morgan said the Trust was aware that travelling to the Nightingale was not easy for everyone and not all the issues were within the control of the Trust. She added that the Nightingale was established during the COVID-19 pandemic and it was never intended to be attended by any other means than in an ambulance; however, it was now being used for routine work and the Trust would continue to work to improve the experience of patients travelling there.</p> <p>Mr Westlake said he had attended the opening of the RD&E memorial garden, after seeing publicity for it online. He commented it would have been nice for all Governors to have been informed in advance of the opening and had the opportunity to attend. He added that he did mention at the event that some of the other gardens at the RD&E required some maintenance and this had been noted. Ms Morgan noted the comment about letting all Governors know of the event, adding that there was a balance to be struck in overburdening Governors with commitments.</p> <p>Miss Foster commented on the Extraordinary People Awards and said Governors had previously been involved in the judging of these and invited to the ceremonies. This input had stopped as far as she was aware and she felt it was important that Governors, as volunteers, were involved. She recalled that she was told for the last award ceremony that there was not sufficient space for all Governors to be invited. Mrs Foster and Mrs Holley noted the comments and said they would feedback it back to the Communication and Engagement Team. Mrs Foster added that the number of places at the ceremony can be limited depending upon the amount of external funding received for the event.</p> <p>ACTION: Request for Governors to be involved in the Extraordinary People Awards judging and ceremony to be feedback to the Communications and Engagement Team.</p> <p>Miss Foster said that since Mrs Tracey had resigned as CEO, the Governors had not heard anymore about a plan for a new CEO. Ms Morgan said there was a plan and she would be updating the CoG in the Confidential meeting.</p> <p>Miss Bearfield as for more information on the two new regional centres for DPT. She added that the publication of a national workforce plan was a positive and when could the Governors expect to hear more details. In terms of DPT, Mrs Foster said the Royal Devon was not yet aware of the details, with DPT still needing to submit its formal proposals to NHSE. For the national workforce plan, Mrs Foster said a paper was due to be presented to the October 2023 Public Board meeting; however, some detail in the national plan was still awaited.</p> <p>Cllr Hall asked if it was possible to add Whistleblowing to the Trust's risk register. He said it was possible it had not had the focus it should have had, and he wondered if adding it to a risk register would enable the Governors to monitor it. Mrs Holley said that Whistleblowing was managed through the Governance Committee, which then reported to the Board at its meetings in public. She said that if the Governance Committee had a concern, it would escalate it to the Board and commission a piece of work if necessary. In terms</p> | <p>MH/HF</p> |
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| | | <p>of risk, Mrs Holley said that risk management went through the Safety and Risk Committee, which reported to the Governance Committee and up through to the Board. Mrs Holley added the Board had a Board Assurance Framework for corporate strategy risks and this was now presented and discussed at public Board meetings, the last time being in July 2023. Mr Matthews added that the Audit Committee also had some oversight on staff raising concerns, with an audit on Freedom to Speak Up in the 2023/24 audit plan. The report arising from this audit would be presented to the Audit Committee.</p> <p>There were no further questions for Mrs Foster on the Chief Executive Report.</p> | |
| 7. | | PERFORMANCE & ASSURANCE | |
| 7.1 | 25.23 | Q1 2023/24 PERFORMANCE REPORT | |
| | | <p>Mrs Foster presented the report, saying she would provide an overview of the key themes and the story through the quarter before opening up for questions. The Trust was making progress with its performance at a time when demand was generally increasing. It had been a challenging period, in part also due to the periods of industrial action. Mrs Foster outlined some of the impacts of industrial action which included not just the strike days themselves but the recovery afterwards, changes to annual leave, as well as the loss of leadership capacity. There was also the impact on staff morale and patient care.</p> <p>Mrs Foster said that the Trust was in Urgent and Emergency Care Tier 1, the highest tier of oversight due to its operational performance, and it had made progress during the quarter. Long waits were a concern and Mrs Foster said the last 104 week wait patient was on the list for that day. She added that progress had been impacted by industrial action. The South West Ambulatory Orthopaedic Centre and the Centre of Excellence for Eyes at the Nightingale Hospital had both helped improve the Trust's recovery, with the Trust able to protect the services at the Nightingale. Mrs Foster said the Exeter Walk in Centre was now back to being open seven days a week and the improvements to the Emergency Department at the RD&E Hospital were continuing, with the new ambulance front now opened. Mrs Foster said focus was also turning to the winter plan and it was important that Devon worked as a system on this, as a sustained system response to demand was the right thing to do for patients. The Trust had reduced its number of patient with No Criteria to Reside but there was still work to do to reduce this further in order to free up beds and improve patient flow. Mrs Foster said that demand in cancer services was increasing, with the Trust placed in Tier 1 for this too. She said the report showed progression in the services and the Trust was close to moving out of the Tier. Never Events were a focus for the Board, with some reported during the quarter.</p> <p>In terms of finances, Mrs Foster said Devon was in National Operating Framework 4 which meant it was significantly challenged and a significant amount of support was being provided. This included Deloitte working with the system on its financial and operational plan. Mrs Foster said the system was on plan for 2023/24 but it was very challenging. There had been an improvement in data quality and the Trust had introduced a single financial ledger from April 2023. Its introduction had created some challenges, and impacted upon some reporting.</p> | |

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| | <p>Moving on to people, Mrs Foster said the national Agenda for Change pay award had been paid to staff during the quarter. This accounted for nearly all of the Trust's workforce, apart from Doctors. In terms of recruitment and retention, Mrs Foster said this was improving; however, the Trust had started the financial year with more people on the payroll than planned. There were a number of Northern services medical workforce risks and the Trust was starting to see recruitment into some of the hard to recruit posts, which was positive.</p> <p>Mrs Foster invited questions. Mrs Sweeney said that the Governors had discussed the questions in their pre-meeting, putting them together in themes. She thanked Mrs Foster the realistic performance update, noting there were a lot of positives; however, she asked what the Executives and NEDs were most worried about, given all the pressures for the NHS. Ms Morgan said the Trust, quite rightly, was under pressures to meet its targets whilst under enormous financial pressure and this created a real tension. Mrs Foster said she agreed this was the main concern for the Executive team.</p> <p>Miss Foster referred to the patient experience section of the report, noting that lack of communication was still the main theme for comments and complaints. She said that Governors and NEDs reading the report can only work with the information provided and there was no information in the report on community services. She expressed concern about this and asked how complaints were managed from these services. Mrs Holley clarified that the data given in the performance report was the total Trust picture, so the two acute hospitals and all the community sites in East and North. She added that the RD&E had been including community data in its report since 2017 when it took on the Eastern community hospitals. Mrs Holley said that the NEDs do also challenge at Board meetings about whether there was enough visibility of community services in the report. She added that the Governance Committee recently received a report on community services and any concerns would be escalated up through to the Board. Miss Foster said that the Governors could only act on what they could see and the information was not visible in the report. Ms Morgan noted the concerns, adding that many of the services were closely inter-related and with an already dense and complex report, there was a risk of making it even more complex by adding further detail. Ms Morgan said that the Board had agreed to look at more detailed community services data and was discussing whether that this would be three- or six-monthly. She reassured the CoG that the community services would be included in the Letby review the Trust was undertaking. Mrs Holley commented on Miss Foster's comment that the CoG can only work with the data it sees. She said its role was to hold the NEDs to account so Governors could ask the NEDs if they were assured by the information they were seeing. Ms Morgan said there had been a presentation to the Board on community services and this had shown the complexity of the services and said she would note adding a similar presentation to an agenda for a CoG meeting or Development Day.</p> <p>ACTION: Presentation on community services to added to the list for a CoG meeting or Development Day.</p> <p>Mr Westlake commented there was a tension between primary and acute care and health services could do more to help people understand the services provided by different organisations. This was noted. Mr Westlake said he had found some areas on the Trust website which required updating and he agreed to let the Engagement Team know so this could be looked at.</p> | <p>MH</p> |
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| | <p>Mr Westlake raised issues he was hearing in his community about appointment administration. He said people receive several letters or emails from different departments about appointments and there did not appear to be any coordination. He said there appeared to be an expectation that people regularly use email and this is not always the case. Ms Morgan said that using MY CHART might be helpful for people and asked Mr Westlake to discuss this with people if they raised issues with him about appointment administration. Miss Foster said that colleagues used MY CHART to generate their work and if patients used it too, it would be beneficial. She added the Trust was aware of digital exclusion and that MY CHART would not be available for everyone.</p> <p>ACTION: Mr Westlake to contact the Engagement Team with the information requiring updating on the Trust website.</p> <p>Mrs Noar said in reading the report, she was not sure how the Patient Advice and Liaison Service (PALS) were working to deal with complaints and whether the number of complaints was increasing or decreasing. She said that she recommended people go to PALS with their comments or concerns but asked if she was right to do so, as the work of PALS was not visible to her. Ms Morgan replied that the work of PALS and the complaints team would form part of the review into the Letby case. She added there would be a session on patience experience, including complaints handling, at the 8 November 2023 Joint CoG and Board Development Day. Mrs Noar said she would find it helpful if the performance report contained statistics on complaints, comments and concerns. She would also find it helpful to understand how people who use British Sign Language would access PALS. Mrs Holley said that level of detail was presented to the Patient Experience Committee (PEC), adding that the session at the Development Day will outline the complaints process and the Trust’s patient experience strategy. She said she would ask Carolyn Mills, Chief Nursing Officer, to include details on accessibility of PAMS to the session.</p> <p>Mr Wilkins referred to the two graphs in the report which provided complaints data for Northern Services and Eastern Services. He noted that the Eastern graph comprised only of ‘Closed – Exec resolution’ complaints, whilst Northern services had these and ‘Closed – early local resolution’ complaints. He asked if the Board was assured on knowing what the data meant and that it understood what was meant by ‘Closed - Exec resolution’. Mrs Holley said there were different routes for complaints were managed. She said she would note the query for inclusion in the November 2023 session.</p> <p>Mrs Tomlin commented that domestic staff were no longer receiving time and half pay for overtime as this had only been for the period of the pandemic. She said she believed other staff were still receiving this additional pay and asked for assurance that all departments were being treated the same. Mrs Foster replied that Agenda for Change rates were being paid and the issue may be related to changes in the availability of additional hours rather than a change in rates of pay. She added that one area that had been temporarily funded during the pandemic was additional cleaning, and this had now come out of the budget; however, Mrs Foster said she would note the concern and explore further outside of the meeting.</p> <p>ACTION: Query on pay for overtime in domestic services to be explored.</p> <p>Cllr Hall asked about the Trust’s Root Cause Analysis (RCA) processes when things go wrong, the NEDs understanding of the process and assurance that learning was taken from any incidents. Professor Marshall said that as a</p> | <p>RW</p> <p>HF</p> |
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clinician he had a good understanding of RCA, adding that what was most important was understanding when it was necessary. He said as NEDs, they sought assurance on this from the Executives. Mr Neal said he was the Chair of the Governance Committee, prior to Professor Matthews taking over, and so had a good understanding of the governance performance system and what happens when something important goes wrong. There were Serious Incident and Never Event reports, a key section of which was a RCA of what had taken place, leading to recommendations. Mr Neal said these were followed up through the Governance Committee, to ensure recommendations and learnings had been put in place and embedded into working practices. Mr Matthews said an important part of the learning was ensuring staff were provided with the information. He said he had joined a meeting with Mrs Mills and Professor Harris held to provide feedback to clinicians on the outcomes from Never Event investigations. He said the meeting provided him with assurance that the Trust was passing on what had been learnt and also receiving feedback from the clinicians. Ms Morgan said that the Governance Committee reported directly to the Board and there were periodic reports from Never Events and the learning that was taken. Mr Kempton commented that part of the issue for the CoG was that the performance report reported on progress and the CoG therefore had no knowledge on where issues arose and why and what action was being taken in order to be able to report the progress. He asked how the Governors could ask the NEDs to probe where the problem arose. Ms Morgan replied that the NEDs lead the challenge of the performance report at the Board meetings, following the drafting of the report by Executives who had identified the issues and trends. Mrs Foster gave the example of the Trust's issues with recruitment and retention of staff. This was an ongoing issue with a significant programme of work in place, therefore the performance report contained details of progress against the programme and series of activities. Mr Kempton reiterated that some Governors feel they have not seen the start of the issue and do not understand its origins. Mrs Holley acknowledged that but said that issues can precede Governors joining the CoG and also triggers being forgotten. She said there were a number of ways Governors were informed, for example through Board meetings and also the Chief Executive report at CoG meetings. Mrs Holley said she would give some consideration as to how to remind the CoG of issues.

Mrs Bearfield referred to Ms Morgan's comment on the tension between performance targets and finances. She said there was good progress being made on reducing the number of longer waiting cancer patients on the 62 day waiting list. The national target was to half the number of patients on long waits and yet this felt impossible with the cuts to finances. She asked if the Trust communicated back to NHSE and the Secretary of State for Health on the challenge that was being set in meeting the financial and operational targets. Ms Morgan said that part of the communications was through the Trust's operating plan. She said the Trust had signed up to a tough operating plan and at the time of doing so a letter was sent from herself and Mr Tidman to the NHSE regional team, which said its success was dependent on a number of factors. Ms Morgan said other forums for communicating on the challenged were the national and regional NHSE meetings. She had recently spoken to Mr Tidman about this as the messages from the centre at the end of Quarter 1 2023/24 were hard hitting but recognised how all Trusts in Devon were making progress. Ms Morgan added that the Devon system was in special measures with increased scrutiny; although this sometimes did mean the allocation of some additional resource. Mr Matthews said that at face value, increased activity would cost more money; however, quite a large part of the

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| | | <p>Trust's plan depended upon delivering more activity as if the Trust achieved a certain amount it would receive more funding. Mrs Bearfield said she was impressed by how the Trust achieved its targets and she knew all staff were committed to this. She asked if the Trusts in the region also communicated with each other. Ms Morgan said there were regular meetings of the Chairs of all the Trusts in Devon and with the Chair of Integrated Care Board. There were also informal meetings of the Chairs and CEOs. Professor Marshall said that nationally, NHS Providers represented views on behalf its members, which were provider organisations. Mrs Foster said she had been in post for four years and the Devon system was working better together than it ever had. She said she met regularly with the other Chief People Officers in the county, including earlier that day. Mrs Foster said it was not always easy but Trusts do talk to each other and work together.</p> <p>There being no further comments or questions, Ms Morgan thanked the Governors for their valuable questions.</p> <p>The Council of Governors noted the Q1 2023/24 Performance Report.</p> | |
| 7.2 | 26.23 | ROYAL DEVON UNIVERSITY HEALTHCARE NHS FOUNDATION TRUST ANNUAL REPORT AND ACCOUNTS 2022/23, QUALITY REPORT 2022/23 | |
| | | <p>Mrs Holley presented the reports on behalf of the Communications Team who had worked to produce them. They had been published on the Trust website, slightly earlier than previously and would be formally launched at the Annual Members Meeting. She invited questions.</p> <p>Mr Wilkins noted the Trust's £828k expenditure on consultancy and asked if the Board was assured this represented value for money. Mrs Foster said there was a rigorous procurement process around consultancy contracts and if the contract was valued at over £50k, the Trust had to also go to the Devon system for approval to spend. She said a significant amount of the expenditure had been for a digital partner on a specific project. Mr Neal said this was the case, and the Digital Committee, which he chaired, had checked the work to ensure value.</p> <p>Mrs Sweeney commented on the style of the report and asked if the Trust compared this to other Trust's reports. Mrs Holley replied that Annual Reports broadly contained the same information as NHSE issued guidance on what disclosures must be made and the structure of the reports. Some Trusts may choose to design their reports differently but the content would be broadly similar.</p> <p>There being no further questions, the reports were noted.</p> <p>The Council of Governors noted the Annual Report and Accounts and Quality Report 2023/24.</p> | |
| 7.3 | 27.23 | REPORT TO THE COG ON THE PERFORMANCE OF THE EXTERNAL AUDITOR | |
| | | <p>Mr Matthews, as Chair of the Audit Committee, presented the report, which was coming to the CoG due its responsibility for appointing the Trust's auditor. He said that KMPG, as the auditors, had one more year remaining under the current contract. He outlined some of the highlights from the report, following the recent completion of the Annual Report and Accounts. The Trust had submitted audited accounts on time, with Mr Matthews saying he was aware</p> | |

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| | | <p>this was not always the case at other organisations. As the Auditors do their work at the end of process, they work under significant pressure in a tight timeframe. There was also the challenge of two ledgers which meant bringing together two sets of accounts and KPMG having to check this. Mr Matthews said that as Audit Committee Chair, he was happy that the Committee saw objective input from the auditors at meetings. He said they provided input on relatively complex accounting matters. From the report, Mr Matthews highlighted that a further training session for Governors on audit would be arranged for the forthcoming year.</p> <p>Mr Matthews said that the Audit Committee recommended that the CoG agrees for KPMG to stay in place as auditor for final year of the contract and invited questions.</p> <p>Miss Foster commented that the KPMG had been the Trust's auditors for some time. Mr Matthews said the last tender process was four years ago, which KPMG won, so they were in their second term. He said it was important for the auditor to understand the Trust whilst maintaining absolute objectivity and he had no reason to doubt that. Mr Matthews said the Trust also received reports from KPMG's professional body on their performance, which provided assurance.</p> <p>Mr Kempton said the Governors were pleased to note in the report the offer of a further audit training session.</p> <p>Mr Wilkins asked if auditors at NHS Foundation Trusts were always one of the 'Big Four' audit firms. Mr Matthews replied that as Trusts are large, complex organisations, it was the larger audit firms who were best equipped to conduct the audits. He said that if it was a smaller firm, the audit fees may be a larger proportion of their income and this can question independence.</p> <p>There being no further questions, the CoG approved the recommendation for KPMG to continue as the Trust's auditors for the remaining year of the contract to October 2023.</p> <p>The Council of Governors approved the recommendation for KPMG to remain the Royal Devon's auditors.</p> | |
| 8. | | COG BUSINESS | |
| 8.1 | 28.23 | EXTERNAL AUDITOR TENDER PROCESS UPDATE | |
| | | <p>Mr Matthews said that as mentioned above and at the CoG meeting in June 2023, the Trust was coming to the end of KPMG auditor contract and consideration needed to be given for putting a new contract in place from October 2024. The process needed to including CoG involvement. Consideration was still being given to the process, as there were currently difficulties in the audit market, with Mr Matthews saying some Trusts had not received any responses to tenders. He said that auditors who also offer consultancy work are not able to undertake the audit function at a Trust they provide consultancy to and so there was a reducing market. Mr Matthews said the Trust wanted to undertake some market testing to see if there would be a useful response from the market. The other consideration was whether to extend KPMG's contract for one additional year, thus delaying the tender process by 12 months, and Mr Matthews said members of the Audit Committee were meeting again in September 2023 to discuss the options. Mr</p> | |

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| | | <p>Matthews said that the Trust goes out to tender, a Task and Finish Group would be established and Governor volunteers would be sought.</p> <p>Mr Westlake said it was a legal requirement for the Trust to have an audit and asked what would happen if there was no response to a tender. Mr Matthews said the Trust was not expecting no response but the outcome needed to be considered.</p> <p>There being no further comments or questions, the update was noted.</p> <p>The Council of Governors noted the external auditor tender process update.</p> <p><i>Mrs Foster left the meeting.</i></p> | |
| 8.2 | 29.23 | REPORTS FROM COG COORDINATING COMMITTEE AND THE PUBLIC AND MEMBER ENGAGEMENT GROUP | |
| | | <p>Mrs Penwarden presented the CoG Coordinating Committee report, as she had chaired the meeting in Mrs Sweeney's absence. She provided an overview of the discussions, including updates from the two Task and Finish Groups and Governor training. The CoG meeting agendas had been reviewed, including prioritising items and topics to reduce the length of the day. This included moving the patient experience discussion to November 2023 so that more time could be given to it. Mrs Penwarden invited questions.</p> <p>Mrs Sweeney said that it had been agreed that the 90 minute CoG pre-meeting be more structured and asked for feedback on how that had worked. The CoG agreed it had worked well and it was good practice to have an agenda to provide focus for the meeting.</p> <p>Mrs Penwarden presented the Public and Member Engagement Group report, on behalf of Dale Hall, who chaired the Group. She said she would be chairing the meeting the following week in Mr Hall's absence. There were no questions and the report was noted.</p> <p>The Council of Governors noted the CoG Coordinating Committee and Public and Member Engagement Group reports.</p> | |
| 8.3 | 30.23 | ELECTIONS TO COG 2023 | |
| | | <p>Mrs Holley presented the report, which summarised the elections to CoG to date. She said the important point for the CoG to consider was the posts that remained vacant in the Southern constituency. Mrs Holley said the paper set out the considerations and she asked for comments and views.</p> <p>Mrs Penwarden said she had taken part in one of the online 'Meet a Governor' meetings and asked if the Trust could follow-up with those who attended from the Southern constituency but had decided not to take their interest forward. Mrs Holley said if it was decided to run another election to fill the vacancies, the Trust would undertake a very targeted campaign and this would include contacting those who did not take their interest any further. Mrs Penwarden said she had experienced some difficulties with the online nomination form and was aware of someone else who did too, so it was possible that some potential candidates had decided not to persevere. Mr Needham said he had also attended the Meet a Governor sessions and had been in touch with a couple of members after who were concerned about the time commitment. He said the information given out to potential Governors needed to be clearer on</p> | |

what exactly was involved in the role. He added that he was pleased that the Eastern and Northern constituencies had enough candidates to progress to a vote. Ms Morgan agreed that the pre-election information needed to be clear on what was expected in terms of the two to three days per month commitment, whilst acknowledging that Governors are volunteers. She said if the role was taking up more time than that per month, consideration should be given to reducing it down. Mr Needham said it was his view that the commitment was more than two to three days a month. He added it can take several days to read the CoG meeting papers, adding that documents also come out so late so as to create a burden on Governors. Mr Needham said the CoG Effectiveness Task and Finish Group was due to have its first meeting in September 2023 and would be looking at the issues.

Mrs Sweeney said there was a risk in not running a further election, commenting on previous experience when the CoG had carried several vacancies and the additional commitment this created for Governors. She said she acknowledged the cost of a further election but she would support holding another to fill the Southern vacancies. Ms Morgan asked for any comments on Mrs Sweeney's view.

Mr Westlake said it was his view that there should be a review of the election process before including the remaining vacancies in the 2024 election. He said the review should include looking at why people who had expressed an interest had not proceeded. He said this could include the nomination process, the time commitment, the accessibility of meetings in terms of time of the day and location. Mrs McCormack-Hole said she too supported a review before going back to an election, adding that there had been a member event in North Devon earlier in the year which was an opportunity to talk about the role of Governor and some of those who attended were now candidates.

Mr Kempton asked why it was necessary for a candidate to have two supporters, given that you would not know who else was a member of the Trust. Ms Morgan said that could be something that could be reviewed.

Mr Needham said Mrs Sweeney's point about having enough Governors for the CoG to function was important but he did not support a rush to a re-election whilst there was a CoG Effectiveness Task and Finish Group. He said he would let this Group start its work and then review whether another election was suitable.

Mrs Tomlin said that she believed hybrid meetings would help, especially for CoG meetings, particularly for staff. Ms Morgan noted the comment, adding that virtual meetings were more inclusive. Mrs Noar said there had been an issue with booking interpreters, as many were now doing more remote working. She added that smaller meetings online were preferable.

Mrs Penwarden noted that in the Eastern constituency there were five candidates for three posts and the possibility of losing two current Governors. She asked if there was any flexibility about this. Mrs Holley said she could review the Constitution to see what was permissible within the rules.

Cllr Hall said some employers have more flexibility in terms of giving employees time off for community activities. This could be looked at for Governors and it may also lead to an increase in diversity. Mrs Noar agreed, adding the Trust could promote the elections to colleges running health and social care courses as this may attract younger people. This was noted by Ms Morgan.

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| | | <p>Ms Morgan summarised the discussion and said the CoG had agreed there would be no immediate re-run of the election until the current election was better understood as to why people chose not to stand in the Southern constituency, which included a review of the election information.</p> <p>The Council of Governors noted the election report and agreed not to immediately run a further election for the Southern vacancies.</p> | |
| 8.4 | 31.23 | ANNUAL MEMBERS MEETING 2023 – DRAFT AGENDA | |
| | | <p>Mrs Holley presented the agenda for the CoG to consider and amend as appropriate. She said it was an agenda similar to previous years. She invited comments.</p> <p>Mrs Sweeney said that she and Mrs Penwarden would present the Governor Year item together and it was agreed to update the agenda to reflect that.</p> <p>There being no further changes, the Annual Members Meeting agenda was approved.</p> <p>The Council of Governors approved the Annual Members Meeting 2023 agenda.</p> | |
| 8.5 | 32.23 | NOMINATIONS COMMITTEE UPDATE | |
| | | <p>Ms Morgan presented the report, which provided an update on the NED recruitment process. She said it was progressing well, with the Committee recently meeting to longlist candidates. Informal interviews were underway with GatenbySanderson, ahead of the shortlisting meeting on 31 August 2023. She added that she was very encouraged by the quality of the candidates.</p> <p>Ms Morgan said that the Committee’s Terms of Reference had been circulated with the report, following their approval by the CoG. These were for noting only.</p> <p>There being no comments or questions, the report was noted.</p> <p>The Council of Governors noted the Nominations Committee Report.</p> | |
| 9. | | STAKEHOLDER ENGAGEMENT – no reports | |
| 10. | | INFORMATION | |
| 10.1 | 33.23 | DISCUSSION WITH A NON-EXECUTIVE DIRECTOR – PROFESSOR MARSHALL | |
| | | <p>Given the time constraints, Ms Morgan introduced Professor Marshall and asked him to give an overview of his role as a NED before taking the conversation into the lunch break.</p> <p>Professor Marshall said he had been asked to describe his experience as a new NED and to outlined what skills and experience he brings to the Board of the Royal Devon. As with all the NEDs, Professor Marshall said he brought scrutiny and the skills and experience required to support and challenge. He said the role on the Board was his first as a NED at an acute Trust. He had experience as both a NED and Executive Director in primary care. Professor Marshall said he joined the Board in November 2022 and so far it had been a good experience. Most notable was the quality of the people he was working</p> | |

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| | | <p>with both on the Board and other Trust colleagues. Professor Marshall gave an overview of his professional background as a professional leader in General Practice, his interest in policy, his research work and also his work in government. He said he hoped Governors had seen at Board that he asked how the Trust compared with others and how could it learn from others. Professor Marshall said that as a GP, he had a real commitment to system thinking and had previously been frustrated by how the NHS was so hospital dominated; however, he now understood this a bit more. He said most people's NHS experience was in primary and community care but the main focus on was hospital performance. Professor Marshall said the Trust did need to look more towards community and the one GP practice it managed and it was moving towards this. He said he also brought a focus on people who use health services and the changing role of the public in how healthcare was provided. He said that changing roles and sense of responsibilities was important, with patient self-care and shared decision making. Finally, referring to the conversations earlier on complaints, Professor Marshall said there was lots of work for the Trust to do as to how it measures and responds to patient experience. He said measuring complaints was a very blunt tool and he would encourage the Board to think more broadly about what patient experience means, particularly at a Trust that was challenged and in a NHS that was more dysfunctional than he had ever known in his 35 year career. He invited questions.</p> <p>Mr Wilkins asked about the GP practice the Trust managed. Professor Marshall said that vertical integration had been around for some time and the Royal Devon and Exeter NHSFT had taken on Castle Place Practice in Tiverton in 2017. The Trust and the practice worked to improved its performance and continued to work to improve it further. He said the Trust would need to discuss at some point whether to own more GP practices, to not own any and work more closely with them.</p> <p>Miss Foster spoke about her volunteering with the charity Sea Change in Exmouth and how she had spoken to Dr Hemsley, Medical Director, and Mrs Harris, Divisional Director, at a Board meeting to invite them to visit. She said Mrs Harris had visited the charity and there had been a meeting to discuss how it and the Trust could work together on supporting virtual ward patients. She asked Professor Marshall for his view on the virtual ward and Hospital at Home. Professor Marshall said it was an exciting iteration of intermediate care as keeping people at home was a good idea. He agreed that working with charities such as Sea Change, who are based in their community, was a positive move. Working to bring communities together and providing social prescribing space had huge potential for patients. Professor Marshall said the evidence for social intervention was stronger in some ways than medical intervention. Miss Foster agreed, adding that the Trust needed to be able to measure the benefit of keeping people out of hospital.</p> <p>There being no further comments, Ms Morgan thanked Professor Marshall and encouraged the Governors to continue the discussion during the lunch break.</p> <p>There was no further business and the meeting was closed.</p> | |
| | <p>34.23</p> | <p>DATE OF NEXT MEETING</p> <p>The next meeting was 22 November 2023, at the Future Skills Centre, Exeter Airport Industrial Estate, Exeter, EX5 2LJ.</p> | |

MEETING OF THE COUNCIL OF GOVERNORS

23 August 2023

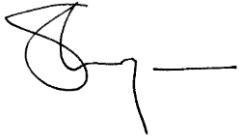
ACTIONS SUMMARY

This checklist provides a summary of actions agreed at the CoG meeting, and will be updated and attached to the minutes each quarter.

| PUBLIC AGENDA | | | | | |
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| Minute No. | Month raised | Description | By | Target date | Remarks |
| 24.23 | August 2023 | Request for Governors to be involved in the Extraordinary People Awards judging and ceremony to be feedback to the Communications and Engagement Team. | MH/HF | November 2023 | MH emailed Jess Newton and Chris Tidman to request that Governors are involved in the judging panel and the awards event. It was agreed that this would be progressed with 5 Governors being invited to attend the event. Action complete |
| 25.23 (1) | August 2023 | Presentation on community services to added to the list for a CoG meeting or Development Day. | MH | 2023/24 | This has been noted on the list of topics for a CoG meeting or CoG Development Day. Action completed. |
| 25.23 (2) | August 2023 | Mr Westlake to contact the Engagement Team with the information requiring updating on the Trust website. | RW | November 2023 | BC followed up with RW. General feedback on pages needing updating was sent to the Website Team. Action completed. |
| 25.23 (3) | August 2023 | Query on pay for overtime in domestic services to be explored. | HF | November 2023 | Overtime was sometimes offered to staff where there is an identified need to cover a task by a given deadline and the skill level required is not readily available on the staff Bank and the task would have serious consequences if not undertaken (applicable to NHS Terms and Conditions Staff bands 1-7). The Trust does have a separate Enhanced Pay scheme in place which is used periodically to cover mission critical shifts where patient safety is likely to be compromised. This is therefore generally used in clinical areas to cover a very short notice request, primarily for |

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| | | | | | nursing and some Allied Health Professional (AHP) roles. Action completed. |
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Signed:



Name: Shan Morgan, Chair