

**SOUTH ESSEX PARTNERSHIP UNIVERSITY NHS FOUNDATION TRUST**  
**MINUTES OF GENERAL MEETING OF THE BOARD OF GOVERNORS (PART 1)**  
**HELD ON MONDAY 21 JUNE 2010 at 17.30 HRS IN**  
**THE LODGE, RUNWELL HOSPITAL**

**Present:**

Lorraine Cabel	Chairman
Dr Patrick Geoghegan, OBE	Chief Executive
Debbie Dunning	Trust Secretary

**Governors Present:**

Cllr David Bowater	Local Authority Governor
Alex Dillon	Bedford Governor
Clive Travis	Bedford Governor
John Jones	Bedford Governor
Marie Creighton	Central Bedfordshire
Maurice Blackman	Central Bedfordshire
Susan Butterworth	Central Bedfordshire
Vincent Mooney	Central Bedfordshire
Cllr M Dolling	Luton Governor
Cllr M Webster	Local Authority
Roy Birch	Service User and Carer Network
Anita Millar	PCT Governor
Bob Calver	Rest of Essex
Cllr K Bobbin	South Essex
Dot Johnson	South Essex
Dr Sylvia Fenton	South Essex
Eileen Greenwood	South Essex
Frankie Heywood	South Essex
Jeanine Cresswell	South Essex
John Pike	South Essex
Lynda Galley	South Essex
Clive Lucas	Southend Governor
John Rolfe	Southend Governor
Carla Fourie	Staff Governor
Daphne McCambridge	Staff Governor
Dr Thilak R	Staff Governor
Keith Hemans	Staff Governor
Maggie Nicholls	Staff Governor
Menna Chelvanayagam	Staff Governor
Neil West	Staff Governor
Joan Sheppard	Thurrock Governor
Margaret Verity	Thurrock Governor
Michele Lucas	Thurrock Governor

**In Attendance:**

Catherine Robinson	Minute Taker
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**83/10 APOLOGIES FOR ABSENCE:**

Bob King	Central Bedfordshire
Partha Trivedi	Luton Governor
Ron Greenham	Luton Governor
Jackie Gleeson	Luton Governor
Professor Michael Shoot	Partnership Governor
Philippa Hunt	PCT Governor
Brian Taylor	South Essex Governor

**Signed.....**

**Date.....**

Julie Turner  
Klaus Kopp  
Dr Elizabeth Barron  
Karen Forrest  
Alison Childs

South Essex Governor  
South Essex Governor  
Staff Governor  
Staff Governor  
Staff Governor

<b>84/10      DECLARATIONS OF INTEREST:</b>
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No declarations of interest were received.

<b>85/10 CHANGES TO THE BOARD OF GOVERNORS SINCE THE LAST MEETING:</b>
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Debbie Dunning (DD, Trust Secretary) provided the following update:

**Changes to the Board of Governors:**

DD stated since the last Board of Governors meeting took place 9 March 2010 and since the publication of the Board Paper, Changes to the Board of Governors, the following changes have taken place to the membership of the Board of Governors:

We had had notification that a partnership appointment to the Board of Governors has been made, this will be a joint appointment from Anglia Ruskin and Essex Universities, however we are waiting for written confirmation of the nominee.

**The Board of Governors:**

- 1. Noted the contents of this report; and**
- 2. Will report back to DD of any changes.**

<b>86/10      DECLARATIONS OF INTEREST:</b>
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There were no declarations of interest.

<b>87/10      MINUTES OF THE LAST ORDINARY MEETING HELD ON 09 MARCH 2010:</b>
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Minutes of the last Ordinary Meeting held on 09<sup>th</sup> March 2010 were noted as an accurate record.

<b>88/10      MATTERS ARISING FROM THE PREVIOUS MEETING:</b>
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**a Outcome of Self Assessment:** - LC updating the Board stated that a relatively poor response rate in terms of those forms returned, however a generally positive feedback was received. LC felt that future response rate from the Board needed to be improved for a true record to be determined as next year it will be important to work out logistics of future Board development.

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**Signed.....**

**Date.....**

**b Membership of sub committees** – LC referred to information previously circulated including Terms of Reference for each committee and invited new governors from Beds & Luton to write to Trust Secretary and identify where they would be interested in becoming a member of a committee which had vacancies. LC pointed that any further information required would be provided by the Trust Secretary.

LC also stated that Roy Birch (RB) would be informing Governors further of a recommendation for the Membership Development Strategy Group at Agenda Item 11.

**c Non-Executive Remuneration** – LC advised that this item would be picked up at Agenda Item 12.

**d Assurance to Governors** – LC invited DD to present this item.

DD informed Governors that a session had previously been provided for two nominated governors in relation to the Care Quality Commission (CQC) registration process. It had been agreed to invite two of the new governors from Beds and Luton to be part of this small group. Two half day information sharing workshops would be facilitated to enable governors to then provide assurance to the Board of Governors on the standards of the CQC and how we are performing as a Trust. The workshops will take place in September/October and January/February depending on Governor availability.

**DD advised that following the meeting Governors would be contacted to identify the two Governors to join the group.**

<b>89/10 QUARTERLY PERFORMANCE AND ASSURANCE REPORT AND PRESENTATION:</b>
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Dr Patrick Geoghegan, OBE, (PG) welcomed new governors to their first Board of Governor meeting in Essex and thanked all Governors for being committed to their work as Governors.

PG advised that every quarter he presents the performance and assurance report to Governors and it was with great pleasure that he was to present the Quarter 4 report. PG stated this gives Governors an opportunity to hold the Directors to account for the Trust's performance.

PG pointed out that he is only giving a brief overview due to time constraints but would like to meet with the new Governors from Beds & Luton separately to go through in a more detailed meeting to fully explain the report to help them understand how it works.

PG advised Governors that the purpose of the report is to provide a high level **overview of performance** of services delivered in Bedfordshire, Essex and Luton; to demonstrate that the **quality of services** is the best possible; to give **assurance** that the Board of Directors has in place a robust system of internal performance management and to confirm that the Trust is **meeting its quality, activity, performance and compliance expectations**.

PG also said that this Quarter 4 report actually relates to the old SEPT and the presentation at the next meeting will reflect the new organisation of the combined Essex and Beds & Luton.

**PG explained to Governors that as an NHS Foundation Trust we are required to:**

- Ensure the quality of services meets users and carers expectations
- Meet standards of quality and safety set by health and social care regulators

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**Date.....**

- Deliver targets set nationally and locally aimed at improving quality of health and social care services
- Fulfil contractual and partnership activity, quality, value for money requirements
- Maintain necessary MONITOR compliance standards to remain as a NHSFT

PG informed Governors that for the period January to March 2010 services in Bedfordshire, Essex and Luton were **fully compliant** with Care Quality Commission standards in relation to:

- Healthcare Associated Infection through compliance with the Hygiene Code of Practice
- 24 Core Standards Of Better Health covering:
  - Safety
  - Clinical and Cost Effectiveness
  - Governance
  - Patient Focus
  - Accessible and Responsive Care
  - Care, Environment & Amenities
  - Public Health

PG also reminded Governors that from 1 April 2010, core standards were replaced by the new Care Quality Commission Registration Standards.

PG informed Governors that SEPT is compliant with all of the standards for **National Quality Targets**; Green indicates compliant; amber means that we are not there yet; and red indicates we not achieving. PG said this is important as this concerns performance indicators from our service users and staff and thankfully we do not have any red markers.

PG explained we have one amber marker in relation to data completeness and how we break the information down. The Regulator has changed the criteria and we do not know yet what we are going to be measured against. PG wanted to give Governors assurance that he felt we will do extremely well.

PG said some areas needed more work but in general these have been achieved. We are still waiting for national results to be able to benchmark the results of our Trust against national standards and once these have been published Governors will be made aware of results to enable a comparison to be made.

PG said the **National Quality Accounts Targets** are a relatively new drive by the Government to ensure that organisations are balancing their books but also providing a quality service.

SEPT drew up Quality Accounts in consultation with Commissioners, as part of the planning process and in line with the feedback received from service users and carers about what they felt would make a good service.

PG said that feedback received was very positive and we achieved above the targets in most areas. He also said that this gives Governors assurance that our Organisation is performing very well when it comes to the Quality Accounts.

**Explaining that this year we will have new Quality Accounts, PG proposed to the Chair that it would be a good opportunity to invite Faye Swanson to the next Board of Governors' meeting to deliver a more detailed Quality Account presentation.**

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Looking at local indicators of quality PG informed that we are developing some benchmarks, eg looking at complaints and asking have we listened, learnt and improved on what has been reported.

PG said with our **Activity Targets** in most areas we have exceeded our targets.

PG explained with **Essex Performance Against Contracts** any problems we had were addressed and with most contracts we actually did more than was expected from us.

PG said that **Partnership Working** would prove to be a challenge for us as we are now working with 6 local authorities and that targets would need to be agreed amongst us. He said that more work was needed in **Self directed care/ direct payments** to increase numbers and allow more people to take care of their lives. Again targets for **Carers receiving a service. Employment** is a big issue in the Government's agenda to help get people into employment and retain this.

PG said that our **Key Priorities for 2010/11** are to agree key targets and action these with our partners.

PG explained that last year our **Improvement Objectives** were set by stakeholders, service users, local government colleagues and not our Board of Directors. PG said that a lot of hard work was performed to achieve these targets and this should not be underestimated:

**For Essex 28 improvement objectives were delivered through 526 identifiable success measures:**

**21 objectives had at least 90% of success measures completed**

**7 objectives had between 75% and 90% of success measures completed with no major impact on the Organisation.**

**For Beds & Luton 32 improvement objectives were delivered through 398 identifiable success measures:**

**29 objectives had at least 90% of success measures completed**

**3 objectives had between 75% and 90% of success measures completed and again no major impact on the Organisation.**

PG said **Monitor Compliance Targets** he was pleased to report that we are compliant with all 4 Key Targets in Quarter 4.

PG informed Governors that **Financial Performance** in the Trust was very good with Essex achieving its targets set by the Board of Directors; In Beds & Luton again was very good and overall targets were achieved.

PG reported to Governors that **Compliance to Monitor** showed a clean bill of health:

- Financial Risk Rating of **4** (5 is highest);
- Governance Rating of **GREEN**; and
- Mandatory Services Rating of **GREEN**.

**In summary** PG informed Governors that as of the 31<sup>st</sup> March:

- Quality and safety standards were being maintained
- National quality targets were being achieved
- Local quality targets were being achieved

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**Date**.....

- Contracted activity levels were being delivered
- There had been excellent progress with a large number of improvement actions
- Financial performance was good
- Monitor had allocated a positive Risk Rating.

LC invited questions in relation to the Performance Report.

**RB:** Referring to Direct Payments and also to the emergency budget will be delivered tomorrow; do you see any threat to Direct Payments and front line budgets?

PG felt that although we will have to wait to see what George Osborne delivers tomorrow, from reading information coming out the new Government is very committed to front line patients and budgets and Direct Payment is still on their agenda but we will have to wait for further details.

**RB:** Referring back to PG's presentation and figures on 'Compliments' for the Beds & Luton area, RB didn't know how it compared to before but felt this reflected how well B & L has moved on and is very pleasing to see.

PG agreed referring to the B & L Governors present that we have excellent services there and we have to applaud our colleagues there who have been through a very hard time.

PG felt that Beds & Luton and Essex can learn from each other.

**CIlr B:** How long do you think it will be before we don't have separate figures for Beds & Luton and South Essex; when will we have one set of figures?

PG said that he felt at our next meeting governors will be receiving the first quarterly report and will be more joined up and integrated but we will need to continue to present some separate figures for the commissioner arrangements.

**MB:** I appreciate you have reported on the things that you are being measured on and there is a lot to take on, but it seems to me that in a sense these things are housekeeping, counting events; did anybody actually get better?

PG said yes and referring back to the Quality Accounts pointed out that was not set by national agenda. National targets are made very clear and I will meet with new governors to go through it in a much more detailed way. A lot of what is set here is set by 'real' service users, carers and staff to ensure that patients get a better service.

**The Board of Governors:**

**Noted this report.**

<b>90/10</b>	<b>RESULTS OF COMMUNITY SERVICE &amp; NATIONAL STAFF SURVEY:</b>
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LC invited PG to present to Governors the first findings of the Staff Survey in Essex.

PG informed Governors that the results of the Staff Survey are going to the Board of Directors in July and showed successful findings in Essex.

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**Signed**.....

**Date**.....

Essex Governors wanted assurance that the Beds & Luton process would have no impact on services and were pleased that it was evident that staff got on and did their job. This was reflected in the survey showing:

- Yes, they would recommend working for the Trust to friends.

PG invited Nikki Richardson (NR), Director of Corporate Affairs to report on the findings for Essex. NR summarised:

- Low numbers of staff saying they want to leave;
- Low numbers of staff saying they had work related stress;
- Low numbers of staff reporting pressures due to workload; and
- High numbers of staff reported being motivated at work.

NR said the findings are very positive about how our workforce felt about doing their jobs.

PG agreed and said it was important to point out that the surveys are done independently and we have no say; we don't get to choose who we want to take part in the surveys.

PG said that he was a little disappointed with the Beds & Luton results however at the time the survey took place there were significant changes taking place and some staff felt unsure about if they would have a job and what was happening to services, etc. PG said he did not feel this reflect where staff are now.

PG again invited NR to report on the findings from Beds & Luton.

NR pointed out the areas in Beds & Luton where the highest scores were made relates to high quality services delivered as mentioned previously by PG:

- Staff Appraisals;
- Staff having personal development plans; and
- Staff having equality and diversity training.

NR said these are very pertinent to the people they are serving and really does support that high quality was top of the priorities for staff in Beds & Luton throughout the difficult transitional period during which the survey was carried out.

PG felt that it would be 18 months before a balanced view from both sides would be received.

RB said that he hoped Governors had seen what he had written in this month's Chair's Newsletter relating to a visit made by 2 Governors from south Essex and himself. They had felt the staff were motivated and had excellent facilities.

PG added the National Survey would be carried out later in the year and will be tough with national targets. He said we will be liaising with staff in between to get find out their views and opinions and to see what we need to do.

PG spoke about the Staff Wellbeing Group that had been set up to monitor the well being of staff in many areas including health, support if there are any problems. He said they had met and they will be setting up Staff Forums to include Staff Governors.

PG referred to the Patient Survey and of the excellent findings in south Essex.

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**Signed.....**

**Date.....**

PG said again they were disappointed with the findings of the Patient Survey in Beds & Luton however he didn't feel this reflects 'real life' due to the changes and uncertainty that surrounded Beds & Luton at the time of the survey.

PG said that in the next 12 months SEPT will work with service users and carers to communicate the findings and establish what can be done to address them. PG said we will have to wait for the final results to find out benchmarking.

PWB wanted to point out that while he felt national surveys are important we do a lot of 'point of view' surveys which show service users views and we need to be balanced by taking these into account.

PG advised that we are bringing 'Mystery Shoppers' to Beds and Luton to ensure systems to capture feedback are aligned.

JR wanted to say as one of the governors who had visited Beds & Luton how surprised he was at the high standards he found and by looking at the before and after photos realised how much work staff had done.

<b>91/10      FINANCIAL PLAN:</b>
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LC invited Ray Jennings (RJ), Chief Finance Officer, to present the Financial Plan.

RJ explained that although the Financial Plan is quite complex he was presenting a brief overview of the Trust's Financial Plan due to time constraints and would pick out some of the highlights for Governors.

However RJ advised that he was happy to go through the Financial Plan in a more complex way for new Governors should they so wish.

RJ reminded Governors that many of them may have been involved in the Trust Annual Planning process over the past 6 months and would have seen the draft of the annual plan document that was sent to Monitor at the end of May.

RJ explained that the economic recession had made a tremendous impact on public services and the Government has indicated reforms will take place in the NHS with a shortfall of £20 billion over the next 4 years.

The context of the presentation included:

- **Trust Planning Process – key priorities and objectives:**

RJ explained the annual plan follows the Trust Planning Process and that PG had already covered this in his presentation.

- **Operating Framework – Contract Negotiations:**

RJ explained that the annual plan also follows the Operating Framework which is a Department of Health document published every year. For the coming year we have ended with a financial settlement as follows:

For Beds & Luton there is no increase for inflation; and

For Essex there will be a 1% reduction in comparison with previous year.

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Date.....



This has meant less money than last year and has led to a planning shortfall in financial terms for the coming year of around £10 million.

However RJ felt that they have put together a very robust plan that has been considered by the Board of Directors on various occasions and which has been thoroughly risk assessed to ensure it can be monitored and delivered over the coming year.

JR explained that in terms of the income and expenditure position for a large Organisation we only had a small surplus 1.5 million. We do anticipate having cash throughout the year which is important to ensure that we have a healthy balance for wages, etc. Cost improvement and income generation initiatives have been developed to help with this shortfall.

We plan to spend on Capital Investment and into services in Beds & Luton and Essex. RJ explained crucially that this year we are anticipating that our Financial Risk Rating will be changed from 4 to 3 but hope to do better than this in practice. This is necessary because local commissioners around the NHS are insisting that we don't plan for a higher risk rating which would result in a higher level of surplus leading to even higher levels of efficiency measures.

RJ said that that our Cost Improvement Plans (CIP) are based on Quality, Innovation, Productivity and Prevention (QIPP) and although we are looking to save money these plans can still focus on improving quality but with ways of providing it more efficiently.

RJ explained that our overall plans are based around a large group of initiatives that have been grouped together under a range of headings around income generation; savings that will come from the recent merger. These will not have a direct impact on services but with centralising services and from back office savings and efficiency savings with the delivery of services we are hoping for this to go on for 2-3 years.

RJ finished by advising Governors on a more positive note of the capital that we are investing which is generated from a number of resources and in particular surplus income from years passed. This is used to re-invest in the Trust's infrastructure over the next few years. A lot of money has been spent on a much needed Patient Information System which will enable a more efficient system of services for patients.

RJ told Governors that money has been set aside to ensure that our Trust allows for carbon reduction measures to be implemented.

LC thanked RJ and invited questions from the Governors.

**MB** asked what are CIP and QIPP.

RJ explained that CIP stands for Cost Improvement Plans and QIPP is a term adopted by the NHS and used to look at efficiency measures while also increasing quality and greater productivity.

**RB:** Reference was made to a 1% downgrading of funding which equates to a £10 million saving, the £10 million saving does this cancel that out?

RJ No this will be dealt with through the efficiency measures. RJ explained that with the current economic climate the scale of things are much bigger but that at this planning stage we are on target.

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**Signed**.....

**Date**.....

**JJ** We are not familiar with the risk ratings, what should we be frightened of?

**RJ** We have 1 – 5; 1 means moderate intervention is required and 5 means we are doing exceedingly well.

**PG** explained that one problem that foundation trusts encounter is that commissioners ask how we have a surplus when non foundation trusts have debts. We as a foundation trust manage our resources, generate income and therefore can re-invest. We have to make sure that we do not lose out from a reduction in contracts if they believe we have too much money and therefore we have to manage our resources extremely well.

**VM** How binding are the contracts?

**RJ** It is binding in the sense that it is how we said we would fund our finances in the coming year and submit it to Monitor, our Regulator. There is no chance to change the regulator and they will hold us to account against that plan. Ultimately it is up to the Board of Directors to look from month to month and identify any changes that need to occur.

### **The Board of Governors:**

**Noted this report.**

<b>92/10</b>	<b>AGENDA ITEMS FROM GOVERNORS: Constituencies/Public Meetings Commissioning Intentions for MH/LD</b>
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**LC** invited **DD** to update Governors with Constituencies/Public Meeting plans.

### **Constituencies/Public Meetings:**

**DD** reminded Governors that they had been contacted for dates for constituency and public meetings. We will be looking at the key dates within a specific time frame and choose dates that are convenient for the majority of Governors within each constituency.

The key priority at this stage is to have dates set for the three constituencies covering the Beds & Luton areas however we are aware that we are behind with the Essex constituency meetings and therefore we will collate information shortly to enable all meetings to be organised.

**DD** pointed out that the Beds & Luton first constituency meetings will be different to subsequent meetings to take into account the consultation needed with the local community and **PG** will speak about this later.

Following the first constituency meetings, subsequent meetings will follow the usual pattern and consultation will be made to ensure that relevant topics in each area will be covered at the constituency meeting.

**EG:** Referring to the larger constituency of south Essex, will we be having separate constituency meetings?

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**Signed**.....

**Date**.....

LC acknowledged that South Essex constituency is large and said that there would not be separate meetings; following the special meeting previously held the plan is that we would monitor meetings across the new patch to best manage the way forward.

LC said it was also agreed that much outreach work is needed with Governors going out to groups and members outside to promote the work.

**EG** pointing out this involves lots of work and governors need help with this.

LC agreed but added that the richness of information gained from the public and that which we can give back to them reflects our ethos.

LC also advised Governors that they are not on their own, Directors and Non-Executive Directors would accompany them and should they feel isolated to let us know.

LC invited PG to provide an update to Governors relating to commissioning intentions for mental health and learning disabilities.

### **Commissioning Intentions for MH/LD:**

PG reminded Governors that a 3 year contract with the commissioning intentions had been signed with both commissioners for Beds & Luton and South Essex and we know what is expected of us. He advised that NHS Bedford takes the lead on behalf of central Bedfordshire and Luton, while in South Essex the lead is from South West Essex PCT.

PG stated that with inevitable reforms coming we will have to wait and see what will be decided but it is generally felt that health authorities won't be around and PCTs in their current configuration may not be around in the future.

PG advised that year in year reviews are carried out but there is uncertainty at this present time. Governors will be kept up to date and informed of changes taking place.

PG reiterated that Governors and our members need to keep up the fight to keep MH/LD services in the fore front. We need to encourage members at constituency meetings that they need to hold to account what is being spent on MH/LD and that they should be entitled to a decent service.

LC invited questions.

**DH:** On the basis of the changing environment, I wondered if you could say a few words about practice based commissioning which is really important.

PG replied that what we are seeing from the Government at the moment is that GPs will be more empowered to take more responsibility for commissioning local services for local people. Nationally there will be around 500 clusters of GPs coming together with buying power for health services for their local geographical area and this is an area where work is currently taking place.

PG advised that our relationship needs to strengthen with the current practice based commissioning groups of GPs who are already working together in our areas. Our Medical Directors and Directors of Operations are already working with these GPs and attending meetings so we are working on the case. However in these challenging times you as

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**Signed.....**

**Date.....**

Governors need to question your GP and ask what is being done for MH/LD services to ensure that we are not forgotten.

**PG advised DD we should invite GPs to our constituency meetings to talk to us about what they do to look after our local community in relation to MH.**

**RB:** Can we have an update on improved access to psychological therapy?

PG said the previous Government had motivated improved access to psychological therapies however it was misinterpreted by many GPs and inappropriate referrals were being received. We had to liaise with our Commissioners in order that they were aware of how this service should function.

PG advised that in Essex we are providers of this service called IAPT having won the contract for a year and the initial referral rate was huge with a vast workload attached to this.

PG advised that in Beds & Luton this service is not provided by the Trust and there are problems. PG had been in talks with NHS Luton and we may possibly help out for a short period of time. In Bedfordshire it is contracted out to Horizons which is independent of the NHS.

PG felt that this service needs organising better as it is not working efficiently.

**Noted: The member of public left at this point.**

BREAK

<b>93/10      REPORT FROM THE MEMBERSHIP DEVELOPMENT SUB COMMITTEE:</b>
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Roy Birch (RB), Chair of the Membership Development Strategy Group (MDSG) presented this report to the Board of Governors in order to provide Governors with an update from the last meeting.

**Update:**

RB told Governors that at the last MDSG meeting members discussed the future of the MDSG meetings to include the Beds & Luton staff and how it will be managed. The recommendation of the group is for two groups with two chairs, with the chairs meeting twice a year.

RB also extended an invite to Tania Harris (TH) Membership Manager in Beds and Luton to attend the meetings in Essex.

**Membership Forms**

RB told Governors that the Membership Form has been re-designed and printed to include the constituencies for Bedford, Central Bedfordshire and Luton.

**Easy Read Membership Form**

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**Date.....**

RB also advised that the Membership Development Strategy Group have discussed various design options for an easy read version of the membership form. The form is with the PIPE group awaiting approval.

### **Membership Strategy**

RB advised that Tania Harris is currently reviewing the membership strategy and updating the document to reflect the membership in the Bedford and Luton areas. The updated Membership Strategy will be brought to the next Board of Governors' meeting in September for final approval.

#### **The Board of Governors:**

- Discussed and noted the Membership Development Strategy Group report
- Discussed and approved the recommendation for the future of two groups with two chairs, one in Essex and one in Beds & Luton, with the chairs meeting twice a year; and
- Discussed and approved the Terms of Reference for the Essex MDSG group.

<b>94/10      REPORT FROM THE GOVERNORS' REMUNERATION SUB COMMITTEE:</b>
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Roy Birch (RB) Chair of the Governors' Remuneration Committee presented to Governors an update on behalf of the Governors' Remuneration Committee:

### **Chair and Non Executive Director Remuneration**

RB advised that the Governors' RemCo had met and discussed the survey results from the Foundation Trust Network. This raised questions as to whether this information was fit for purpose for two reasons:

- 1) being a year to 18 months old; and
- 2) the acquisition of BLPT and therefore size of the Trust.

The Committee decided that other benchmarking factors needed to be looked at including:

- Budgets;
- Dispersal of sites (travelling and work);
- Staff numbers; and
- NED levels previously and number of days spent per month by NEDS.

RB also said that in addition to the issues discussed he should point out that LC, Trust Chair, is not seeking an increase to the day rate but rather to be remunerated for an increased workload. He advised that Lesley Cuthbert, Senior Independent Non Executive Director, will provide a report to the Governors RemCo in relation to LC's workload (number of days being worked) and that an update would be provided to the next Board of Governors' meeting in September 2010.

A question raised by a Governor stated that other foundation trusts have found the FT information useable so why was it not useable to us?

DD replied that we are not saying it is not useable but we need to identify and consider the key areas to benchmark against given that the Trust has increased in size and the Remuneration Committee asked for more detailed benchmarking information, including:

- Budgets;

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**Signed.....**

**Date.....**

- Dispersal of sites (travelling and work);
- Staff numbers; and
- NED levels previously and days spent per month.

DD advised that this work is being undertaken at the moment by looking at the Annual Reports of other Trusts. These key headlines will ensure robust benchmarking information.

RB also advised that this work is to reassure governors that we do scrutinise and don't just accept what we are told. Once we have completed exercise and with all factors considered we will come back to report to the Board of Governors.

DD further advised for added clarity there are 2 pieces of work ongoing: 1) Looking at NEDs remuneration and 2) Lorraine's workload and recommendations will be brought back to the September Board of Governors' meeting.

**The Board of Governors:**

**Noted the report from the Board of Governors' Remuneration Sub Committee**

<b>95/10</b>	<b>REPORT FROM THE GOVERNORS' NOMINATION SUB COMMITTEE:</b>
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DD informed Governors that this report was in their previously circulated pack and clearly outlines the work the Committee did in considering the vacancies and the appointment to these vacancies for the three Non-Executive Directors in Luton & Beds.

**The Board of Governors:**

**Noted the report from the Board of Governors' Remuneration Sub Committee**

<b>96/10</b>	<b>APPROVAL OF NEW NON EXECUTIVE APPOINTMENTS:</b>
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LC informed Governors that the appointment of Non Executive Directors is a difficult process for a small, delegated group of Governors to make decisions and recommendations to the full Board of Governors when you haven't all been involved.

LC said that 5 candidates had been interviewed and 2 of these are being recommended to the Board of Governors to sit as Non Executive Directors representing Beds & Luton. The third Non Executive Director will be recruited after a period of time.

LC presented to Governors the two successful candidates:

- |    |  |                 |
|----|--|-----------------|
| I. | <b>Charles:</b>  | <b>Randolph</b> |
| •  | as a teacher working with a diverse range of groups with an in depth understanding of mental health and learning disability issues.  | Twenty years    |
| •  | Course Team Leader & Lecturer at Barnfield College, Bedford Councillor of Bedford Borough Council.                                   | Currently       |
| •  | extensive range of financial experience as Chair of Audit Committee and Vice Chair of Scrutiny Committee at Bedford Borough Council. | Developed an    |

**Signed.....**

**Date.....**

- Extensive knowledge of how to engage with a broad range of community groups and strong links within Bedford and Luton.

LC advised that informal meetings had taken place with service users, carers and other members of the Board of Directors as follows -

**Feedback from informal interview process:**

Friendly and caring people person who has a wealth of experience  
Has done much work in community and knows much about local issues  
Strong commitment to mental health issues, particularly from ethnic minority groups  
Good candidate, confident and comfortable in conversation

**LC noted a declaration of interest for this candidate by Councillor Michael Dolling who declared that he was a colleague/friend of Randolph Charles.**

- II.
- **Steve Cotter:**  
Currently working as Consultant (own business) – Steve put together a group of retail professionals who offer both consultancy and interim services.
  - 35+ years in retail industry and director of 20 different companies – CEO of two publicly listed companies – floated one on stock market in 1996
  - Worldwide Managing Director of Laura Ashley (91-95)
  - Experience in community based work and worked as a director on the RNLI fund raising board for three years.

**Feedback from informal interview process:**

Good in his field and confident in his abilities  
Business man willing to learn and capable of working under pressure  
Focused on providing good level of service despite having to adjust to financial climate  
A friendly, hard working man for the people  
Identified that he didn't have mental health experience but has extensive business skills  
Wealth of experience in private sector  
Main strengths are being focused, team player, inspiring other  
Believes he can add value because of his commercial experience  
Strategic thinker, good lateral skills, very honest in his responses.

LC went on to say that when we were going through our acquisition of the former BLPT Monitor had advised as we are nearly doubling our size we would need more NEDs with commercial experience. Steve has both national and international commercial experience.

LC invited questions from Governors:

**SB:** As the Remuneration Committee are still considering the remuneration and workload of NEDs, what have you told the candidates?

Signed.....

Date.....

LC advised that in the pack that candidates received they have been told that this is the daily rate currently paid to NEDs and the Remuneration Committee will from time to time will review that rate but they will start on this current rate and current workload.

LC also explained that these NEDs are extra until the current two NEDs terms of office come to an end. It is important that we are clear where our focus is and we will need to quantify demands for the future over this coming year.

LC told Governors that the panel are recommending that the Governors approve our recommendations to appoint Randolph Charles and Steve Cotter as Non-Executive Directors and that we will need to further recruit one other NED and therefore asked for a show of hands:

**29 votes for;  
2 abstentions; and  
0 votes against.**

**ACTION: LC informed governors that further information would follow and that arrangements for the new NEDs to meet with the Governors would be made as soon as possible.**

<b>97/10</b>	<b>COMMISSIONER CONSULTATION ON SERVICE REDESIGN IN BEDS &amp; LUTON:</b>
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PG said that Governors would be aware that when we secured the contract from NHS Bedfordshire for Luton & Beds discussions were held around recommendations for re-designing therapies and offices in Luton & Beds.

PG advised that currently concern surrounded centralising our acute services in Luton due to the location in the community.

PG said that we need to start re-addressing the issues that we could face in centralising these services on the Luton and Dunstable Hospital site for your nearest intensive care unit, A & E department and from a governance point of view it makes sense. However, PG went on to say that we don't consult on changes; it is NHS Bedfordshire who consults with help from us. PG explained that the consultation process was due to start today however the new Government came into power and decided that 4 acid tests had to be passed before this process could take place. The 4 areas that have to satisfy the Secretary of State are:

- |  |                 |
|--|-----------------|
| 1.   | Does the new    |
| configuration offer choice to service users; |                 |
| 2.   | Is it supported |
| by GPs;                                      |                 |
| 3.   | Is it supported |
| by commissioners in the Trust; and           |                 |
| 4.   | Is it supported |
| by service users and the wider community?    |                 |

PG said that he felt that we could already tick the right boxes following consultations about securing the contract with the health authority to include service users, carers and the contact was finally secured following almost twice weekly meetings with GPs in Beds and Luton however we have to go back and ensure that we do tick all the right boxes with NHS Bedfordshire before we finally begin the consultation process.

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**Signed.....**

**Date.....**



PG advised that we should know within the next couple of weeks a final date that consultation could start. This information will be relayed to Governors in due course. This is particularly relevant to Luton and Beds Governors as we want to organise constituency meetings in the community and use these as a forum to share our proposals however there is a necessity of it being led by NHS Bedfordshire as commissioners and not by SEPT.

PG also advised the Beds & Luton Governors that once ready, he would go through these plans separately with them.

<b>98/10      UPDATE ON FRANCIS REPORT:</b>
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PG advised that Governors had already received a summary of the Mid-Staffordshire Report in their packs and that Governors from Essex had previously had a briefing surrounding this. PG also advised that a lot of work had been done and was still being done by directors surrounding this and he suggested to LC, Chair, that at our next Board of Governor meeting in September we would invite our Medical Director to present an update to give Governors clinical assurance of what they had done to ensure that we will not find the Mid Staffs problems in our Organisation.

PG said he is very keen that our Trust is transparent and that DD would be identifying two governors from Beds & Luton and two from Essex to match up and visit some sites and feed back to the Board of Governors.

PG also advised that an independent inspection of the Trust had been carried out by Infection Control and the results feed back were that they were really impressed with both Beds & Luton and Essex.

<b>99/10      ANY OTHER BUSINESS:</b>
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LC advised Governors that two items had been put forward by governors.

1. **Maurice Blackman, Public Governor for Central Bedfordshire, said that Governors had met with PG 10 days ago and were informed that Customer Service Standards were being in draft for Beds & Luton. Would these be shared with governors before they are published to make any comments?**

PG said that a lot of time over 2 years had been spent working on Service Standards for Essex. They had been developed by working with service users, carers and staff. These have now been implemented across the Trust.

PG said that SEPT will be doing the same in Beds & Luton. PG suggested to DD that we share with the Beds & Luton Governors the Customer Service Standards for Essex. He also said we are always reviewing the Standards to see if we can make improvements.

2. **Eileen Greenwood wanted to ensure that new governors were aware of the Foundation Trust Governors Association. She explained that she and Klaus Kopp were governor representatives for Essex. The FTGA offer many events and workshops and are an excellent way of networking with other Trusts. EG also informed Governors that the FTGA had a website which is well worth visiting.**

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Signed.....

Date.....

<b>100/10    DATE AND TIME OF NEXT MEETING:</b>
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LC informed Governors that the next meeting of the Board of Governors would be a joint meeting to include the Annual General Meeting. This would be taking place on the **29<sup>th</sup> September 2010 at 10.30 am, venue in Beds and Luton to be confirmed.** Mini-bus transport will be arranged and Governors will be advised in due course.

LC also advised Governors that a Public Board of Directors' Meeting would take place on the same date at 1 pm in Beds & Luton and Governors were very welcome to stay and attend this meeting.

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**Signed**.....

**Date**.....