

The Clatterbridge Cancer Centre NHS Foundation Trust

**MINUTES OF THE COUNCIL OF GOVERNORS MEETING
HELD ON MONDAY 23rd JANUARY 2017
AT 5.30PM AT THE CLATTERBRIDGE CANCER CENTRE**

Present:

Angela Cross	Luke Millward-Browning
Barbara Boulton	Matthew Duffy
Burhan Zavery	Michael Sullivan
Cheryl Rosenblatt	Pauline Pilkington
David Steele	Ray Murphy
Doug Errington	Sonia Holdsworth
Ian Boycott-Samuels	Stephen Sanderson
John Roberts	

Chair - Wendy Williams

In Attendance:

Andrew Cannell	-	Chief Executive
Yvonne Bottomley	-	Deputy Chief Executive/Director of Finance
Helen Porter	-	Director of Nursing & Quality
Julie Dawes	-	Trust Secretary
Andrea Leather	-	Corporate Governance Manager
Katrina Bury	-	Head of Charity
Margaret Moore	-	Secretary (Minutes)

001/17 Welcome & Introductions

Wendy Williams opened the meeting and welcomed back Angela Cross who had been re-elected following the recent election process Wirral and the rest of England. Angela had previously served as a Governor and has been re-elected for a second term of 3 years with effect from September 2016.

Wendy also introduced our newly appointed Trust Secretary, Julie Dawes who joined the Trust in November 2016. Julie gave a brief resume of her work history.

002/17 Apologies

The Council noted the apologies from the following Governors:

Yvonne Tsao	Andrea Chambers
Andy Pettitt	Carla Thomas
John Field	Jane Wilkinson
Andrew Bibby	Shaun Jackson

003/17 Minutes of Meeting

The minutes of the Council of Governors meeting held on the 31st October 2016 were agreed as a true and accurate record.

004/17 Matters Arising

The matters arising detailed on the action sheet were confirmed as complete or as being included on the agenda with the exception of item:

- 031/16 – Governor Attendance – Additional column to be added to show actual apologies - the completion date for this item is July 2017 although has been completed.

Items for Discussion

005/17 Report from Senior Governor

Stephen Sanderson (SS), Senior Governor opened by wishing a speedy recovery to Governor, Andrew Pettitt who had suffered a serious event.

SS advised that unfortunately the January 2017 meeting of the Patient Experience Committee had had to be rescheduled and therefore they had not met since the last Council meeting. He stressed the importance that the Committee receives feedback in relation to the outcome of complaints that they have previously reviewed. The rearranged meeting is scheduled for 30th January 2017.

In the absence of Jane Wilkinson, Chair of Membership & Communications Committee, he then gave a brief overview of matters raised at the last meeting. He highlighted that there had been a poor response regarding the request for all Governors to recruit new members and emphasised that it is the responsibility of all Governors and not just those who sit on Membership & Communications Committee to recruit new members.

In response for a query from the Governors, it was confirmed the public website does have an online facility to join the Trust.

006/17 Chief Executive & Performance Report

Andrew Cannell, Chief Executive presented a report outlining the Trust's current performance which encompasses the following topics:

- (i) **Operating Standards** – all targets achieved.
- (ii) **Shadow Breach Reallocation**
Analysis undertaken for Q1 & Q2 2016 to assess the impact of the breach reallocation guidance on existing 62 day performance. Presented at Trust Management Group (TMG) in November:
 - CCC is at risk of underperformance of the 62 day classic standard (85% threshold) following implementation of the guidance.

- Shadow monitoring commenced 1st October 2016 and is currently reported weekly until the end of March via Trust Operational Group (TOG).
- Performance modelling of the 62 day standard, including Haemato-oncology data (following transfer of services) indicates no significant variation from current CCC performance.
- Cancer Waiting Times Implementation plan is in place with a trajectory to improve performance in line with the commencement of formal monitoring (April 2017).

Ray Murphy asked if the new 28-day target would have an impact on the 62-day? In response AC confirmed that it would but on balance is still detrimental.

(iii) Finance Performance to December 2016

- Surplus at the end of Dec £4,168k (£254k above plan).
- Costs £147k under planned budget.
- Savings £15k above plan.
- Strong liquidity £73m cash in the bank.
- Trust expects to deliver forecast year end surplus of £5.5m.

However:

- Trust has breached its £1.22m Annual Agency Target
 - At month 9 agency spend - £1.70m, Major contribution due to additional IT costs as part of the EPR delivery
- However overall pay costs remain within planned budget.
- Regulator has applied an over-ride to ensure that the Trust is assessed as low risk.

A brief discussion took place regarding agency spend. AC reiterated that the major additional agency costs were primarily related to the introduction of the new Electronic Patient Record (EPR) and specialised IT staff were necessary to support the initial teething problems. He explained that this was a one-off cost against this project. He reported that we do not have undue pressure regarding nurses or doctors but our biggest agency spend was radiographers.

(iv) Transforming Cancer Care Project (Building for the Future)

AC advised that the site set up is underway and the substructure work (piling) has now started. He drew Governors attention to the link available which enables real time viewing of the development of the site <http://www.cctvmon.com/Clatterbridge.html>. The Trust and Laing O'Rourke are now working towards an agreement of the cost and the final construction contract. Hoardings are scheduled to be erected around the perimeter on 4th February 2017.

(v) Propcare

AC reminded Governors that PropCare is the Trust's wholly owned subsidiary, established to manage the Trust's estates.

He advised that they have a separate Board comprising one Executive Director (Fiona Jones, Build For the Future Project Director appointed as MD), one independent Chair (Louise Martin, previous Trust NED) and 3 NEDs drawn from Trust Board (Yvonne Bottomley, Barney Schofield, Gil Black). He informed the Council that Julie Dawes, Trust Secretary would undertake the role of Company Secretary for each of the Trust subsidiary companies.

The Company was established in Spring 2016 and became operational with the first phase of service implementation (provision of strategic estates advise) in December 2016. The next phase of implementation is due April 2017 is management of the Trust's estate (non-clinical services eg, estates, cleaning etc) and provision of the Cancer Centre through a contract with Laing O'Rourke.

(vi) Cheshire & Merseyside Sustainability & Transformation (STP)

- The C&MSTP was submitted on the 21st October 2016
- Key challenges facing the STP include:
 - Savings/efficiencies equivalent to £903m required by 2020/21
 - £755m of capital required to support plans (in addition to £924m funding identified/approved)
 - Ensuring pace meets expectations over next 2 years
 - Address quality and access "gaps"
- To be delivered by:
 - Prevention and demand management at scale
 - Removing variation (including hospital reconfiguration)
 - "Back Office" collaborative productivity
 - Clinical support services collaboration
- STP will be "rebranded" to reflect it is the vehicle to deliver the Five Year Forward View (5YFV)
- A final version will be submitted towards the end of March
 - Activity & financial analysis to be strengthened
 - Acute services clinical review a key step
 - Improve engagement with Local Authorities
 - Focus on ACO's as a key strategic enabler
 - Recognition that the programme must be resourced
 - Ensure governance is appropriate and supported.

A brief discussion took place – Michael Sullivan (MS), Nominated Governor representing Wirral Borough Council (WBC) stated that the STP is not a 'rebranding' it was to address the lack of engagement either with Local Government or the general public in the development of its plans and that for this reason WBC have refused to sign up to the existing plan. AC went on to explain that the three regions mid-Mersey Alliance, Cheshire & Wirral and North Mersey would in conjunction with local authorities work together for the resubmitting of the plans. In terms of public consultation, dialogue is required between across all regions and this is a hugely complex subject.

- Key characteristics of the Governance framework
 - Statutory architecture is “sacrosanct”
 - Main engine rooms are the 3 LDS’s
 - No upward delegation of authority to the C&M level
 - Subsidiarity is the watch word
 - Real decisions at LDS, CCG and Trust level
 - Need for a collaborative “spirit” (enlightened self-interest)
- Memorandum of Understanding to be developed and be signed off by organisations in April-June period.

In reviewing the STP (Five Year Forward View (5YFV)) the Board will have to consider the impact for CCC:

- Responsibility to hit organisation specific targets remains e.g. financial control totals, performance standards, agency costs etc
- Focus on more collaboration on “back office” and clinical support services
- Opportunity to provide leadership on the cancer cross cutting theme agenda
- More complexity in relationships e.g. Local Delivery Systems rather than a single commissioner

However AC emphasised that it is business as usual and the execution of our existing strategy is a key focus for the Trust.

(vii) C&M Cancer Strategy and Cancer Alliance Update

- Sustainability & Transformation Plans (STPs) as the vehicle to deliver the Five Year Forward View (5YFV). Focus on closing the quality, health & wellbeing and finance gap by 2020
- Cancer Alliances seen as the vehicle for delivering the national cancer strategy. CCC will act as host of the Cheshire and Merseyside Cancer Alliance with Andrew Cannell acting as SRO.
- The first Cancer Alliance Programme Board meeting will take place 31st January 2017. There will be representative membership across Cheshire & Merseyside including user representatives, clinical leaders and all partners involved in wider cancer health policy. The key task for Alliances is to maximize benefit of funding already in the system for cancer.

(viii) CQC Inspection

Helen Porter (HP) advised the CQC inspection was undertaken in June 2016. HP thanked staff and Governors for their involvement in meetings prior to the inspection. A draft report was received in December for checking (including factual accuracy etc) and has subsequently been returned to CQC. The final report is expected this week. When the report is received an action plan will be created to address any areas that have been highlighted.

HP reported that other recently published reports that CCC is able to benchmark against are The Christie which achieved 'Outstanding' and The Royal Marsden 'Good'.

007/17 Non Executive Director Appointments

As reported at the Council meeting on 31st October 2016, the terms of office for a number of the Non-Executive directors are due to expire during this year. This includes Jan Burns in January and Alison Hastings in December 2017.

Wendy Williams (WW) explained the appointment of Non-Executive Directors is one of the statutory duties of the Council of Governors (CoG). The report provided is therefore intended to provide assurance of the process undertaken to recruit two new Non-Executive Directors to the Council and make the necessary recommendations to the Council on the preferred candidates together with the reasons supporting the recommendations.

Following a robust and transparent process, a Nominations Panel comprising three governors selected from the Remuneration/ Nomination Committee reached a unanimous decision that Candidate **A** (change expertise) and Candidate **B** (finance expertise) should be recommended to the Council of Governors for appointment as Non-Executive Directors for three-year terms.

A further document was circulated at the meeting containing a brief resume for each of the recommended candidates.

WW asked the Council of Governors to approve the following recommendations:

1. The appointment of David Teale (*change* expertise) as a Non-Executive Director for a three year period with effect from 1 February 2017 to 31 January 2020 at a remuneration of £12,752 per annum (subject to annual review); and
2. The appointment of Debbie Francis (finance expertise) as a Non-Executive Director for a three year period with effect from 1 August 2017 to 31 July 2020 at a remuneration of £12,752 per annum (subject to annual review).

The Council approved the recommendation unanimously.

008/17 Amendment to Constitution

Andrea Leather (AL) reported a recommendation from the Well-led Governance Framework Review under 'Capability and Culture' was to review the role of the Company Secretary and supporting function. The Trust introduced and recruited a Trust Secretary, Julie Dawes with effect from 28th November 2016. As a consequence, some minor changes were required in relation to the Constitution as follows:

Constitution

Section 13.3 – The Secretary is to be appointed and removed by the Board of Directors.

NOTE: - this wording was included as the Director of Nursing & Quality fulfilled the role of Company Secretary.

It was proposed to replace narrative in line with the regulator's 'Code of Governance' – The Secretary is to be appointed and removed by the Chair and Chief Executive jointly.

The Board of Directors approved the amendment to the Constitution as detailed above at its meeting on 7th December 2016.

AL asked Governors to approve the recommendation. The Council approved the recommendation unanimously.

009/17 Operational Plan 2017/18-19

Helen Porter (HP) explained the Trusts Operational Plan is intended to reflect the Trust's business plan for 2017/18 and 2018/19 in line with NHS Improvements (NHSI) guidelines.

HP advised that the final version was submitted to NHSI on 23rd December 2016.

The Operational Plan was developed through engagement with the Board and Council of Governors at the away day in September 2016, the Clinical Directorates, senior managers and external engagement with Commissioners, Healthwatch and Overview and Scrutiny Committee representatives.

The Council noted the Operational Plan 2017/18 – 2018/19.

Notes from Committees

010/17 Committee Membership:

Andrea Leather notified the Council that Angela Cross would join the Patient Experience Committee.

011/17 Patient Experience Committee

As reported earlier in the meeting this Committee has been rescheduled to later this month and therefore any actions will be reported on at the next Council meeting.

012/17 Membership & Communication Committee

The notes of the meeting held on 5th January were reported by Stephen Sanderson in the absence of Jane Wilkinson (Chair of the Membership & Communication Committee). The contents were duly noted.

Items for Information

013/17 Quality

(i) Patient Story

Helen Porter (HP) explained this patient story would be presented differently as it had been extracted from social media. HP had prepared a brief hand-out which illustrated a patients view of their journey. HP also reported that the full account was available on Facebook if anyone wanted to view it.

An in-depth discussion followed. HP highlighted the main learning points in relation to Communication:

- How we communicate with patients
- How we communicate with each other
- Understanding the use and impact of new communication methods.

HP suggested the Patient Experience Committee could follow this up at their next meeting.

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(ii) Quality Report

Helen Porter (HP) reported on the Quality Committee Performance Report for the month of January 2017 which had been submitted to the Quality Committee. She advised the report provides an overview of quality at the Trust, highlighting performance against key quality indicators and providing supporting detail.

She explained that the integrated quality performance report combines the following documents into a single report:

- Infection Control Report
- Risk Report
- Workforce and Organisational Development Report
- Audit / Effectiveness Report

She went on to explain the individual sections:

- Quality Account: Improvement Priorities
- CQUINs
- Key Performance Indicators and supporting information related to: Safe, Effective, Caring and People Management and Culture

The Governors noted the report and the actions being taken to address the highlighted areas.

014/17 Audit Committee Update

Wendy Williams explained that there was no Audit Committee update for this meeting as the Audit Committee was not due to meet until 25th January 2017. A report from that meeting will be presented at the next Council of Governors meeting in March.

015/17 Charity Appeal Update

Katrina Bury (KB) Head of Clatterbridge Cancer Charity gave a verbal update regarding the Charity Appeal. She advised the £15 million appeal was to be officially launched on 8th February 2017 with a launch event taking place at the Victoria Gallery & Museum in Liverpool. Opening the ceremony would be Sam Quek (Olympian), Jamie Carragher (Liverpool FC), Ian Snodin and Graeme Sharp (Everton FC).

KB advised the comedian Johnny Vegas is supporting our 'Let's go green' campaign. Also, a number of buildings and structures are 'going green' in support of the New Hospital Appeal from 6th February, they include Liverpool Town Hall, The Central Library, The Cunard Building on the banks of the River Mersey, Wallasey Town Hall, Eastgate Clock in Chester and the Greystone Footbridge over the M62 motorway. The venues had all agreed to pay their own costs for illuminating the structures with green lights.

016/17 Governor Survey 2016-17

Julie Dawes (JD) provided an update to the Council regarding the Governor Survey provided by NHS Providers. This support programme has been in place for over a year now and the survey took place in August 2016, the results are from Governors various Trusts around the country. JD commented that the points raised on page two of the hand out should be noted and all Governors were encouraged to visit the website www.nhsproviders.org/programmes/governwell

017/17 Any Other Business

There was no other business.

018/17 Date of next Meeting

Monday 27th March 2017 at 5.30pm in the
Research & Innovation Centre – Room 3

Wendy Williams
CHAIR

DATE