

052/18	Minutes of Meeting	
	<p>The minutes of the Council of Governors meeting held on the 9th July 2018 were agreed as a true and accurate record with the exception of two points:</p> <ul style="list-style-type: none"> ○ The word 'and' to be removed – line 3 of 039/18 ○ The word 'be' inserted to the third bullet point 040/18. The line will read therefore it would be beneficial 	
053/18	Matters Arising	
	<p>The matters arising detailed on the action sheet were confirmed as complete or as being included on the agenda.</p>	
Items for Discussion – Performance & Quality/Strategy		
054/18	<p>Key Talk - Looking to the future</p> <ul style="list-style-type: none"> ○ Haemato-Oncology – now and in the future such as CAR-T 	
	<p>Dr Arvind Arumainathan, Consultant Haematologist provided the Committee with a very comprehensive presentation.</p> <p>A lengthy and meaningful discussion took place; Governors noted the contents of the presentation.</p> <p>PE thanked Dr Arumainathan for providing an informative and interesting session regarding Haemato-oncology. He also requested a copy of the presentation be sent to all Governors</p>	MM
055/18	Report from Senior Governor	
	<p>Steve Sanderson (SS) provided a brief overview of his report and highlighted the following areas:</p> <ul style="list-style-type: none"> ➤ Governor Elections – SS advised this round of elections had been extremely successful. There were 5 public and 3 staff governors elected with three existing governors re-elected. <ul style="list-style-type: none"> ○ Brian Blundell – Cheshire West & Chester ○ Millie Blankstone – Liverpool ○ Brian Bawden – St Helens & Knowsley ○ Christine Littler – Wirral & rest of England ○ Andrew Waller – Wirral & rest of England ○ Amit Patel – Staff – Doctor ○ Laura Brown – Staff – Nurse ○ Samantha Wilde – Staff – Radiographer ○ Carla Thomas – re-elected – Sefton ○ Jane Wilkinson – re-elected – Wales ○ Burhan Zavery – re-elected – Staff 	

	<ul style="list-style-type: none"> ➤ Choice of meeting venue – The Royal Liverpool Hospital The choice of venue was in conjunction with an opportunity for Governors to take part in a tour of our new build CCCL. SS asked if Governors had enjoyed the tour, the response was unanimous in that the time spent had been very useful and informative. SS advised another tour could be arranged at a later date. ➤ New Appointments and Executive Changes – SS advised that Dr Liz Bishop joins the Trust next month as Chief Executive. SS confirmed that this would be the last meeting for Phil Edgington, Chair, as he leaves the Trust in December. He expressed his personal thanks to Phil, Ann Farrar, Interim Chief Executive and Gil Black, Non-Executive Director who all will leave the Trust this year. The Governors were informed that Alison Hastings who is currently a Non-Executive Director will take on the role of Interim Chair until a new Chair is appointed. 	
056/18	Q2 Performance & Strategic Overview	
	<p>Ann Farrar (AF) Interim Chief Executive presented her report outlining the Trust's current performance which encompassed the following topics:</p> <p>Operating Standards: up to and including Month 6 – All green and within target.</p> <p>Q2, 18/19 Performance: Safety & Quality Priorities: AF explained –</p> <p>Safe:</p> <ul style="list-style-type: none"> ✓ Reduction in harm: VTE assessment 95.3% v 95% target. 97% of pts at risk of VTE received prophylaxis ✓ Sepsis & antibiotics within 1 hour: 97% v target 100%. ✓ Increased NICE guidance compliance – Q2 82% compliance with all NICE guidance ✓ Invested in consultant capacity to review emergency patients within 14 hours, 7 days per week. 91% all emergency admissions seen within 14 hours of arrival ✓ Safeguarding standards & specialist staff <ul style="list-style-type: none"> • Head of Safeguarding & Named Nurse to commence November • Safeguarding improvement plan delivered. ✓ Implemented Human Factors Patient Safety Walk-rounds <p>Experience:</p> <ul style="list-style-type: none"> ✓ Inpatient survey is best in class for two consecutive years. ✓ National Cancer Patient Experience Survey average rating of care was 8.9 ✓ Implementation of reminiscence therapy (RITA) for dementia patients ✓ Co-production of new Patient Experience Strategy in progress for delivery Q4 	

Effective:

- ✓ Improved clinical audit –Achieved BMJ award for Oncology –Papillon Radiotherapy Audit
- ✓ Significant CQC well-led review preparation
- ✓ Clinical outcomes -H&N, Upper GI & Lung outcomes dashboards completed
- ✓ Enhanced floor to board information and real-time dashboards
- ✓ Enhanced safety & quality culture -Enhanced BAF, Risk Register, Datix and Safeguarding training & education provided in Q2

Month 6, 18/19 Performance: Finance**Delivering the Financial Plan**

- ✓ Trust Surplus to end September £1,532k (£598k above plan).
- ✓ Strong liquidity (£79.27m cash in the bank).
- ✓ Trust on target to deliver at least the forecast year-end surplus of £1.79m – which will be used to help fund the build in Liverpool.
- ✓ Delivering regulator (NHSI) lowest risk rating of 1.

Challenges:

- The Trust expects to lose income of circa £236k for non-achievement of commissioner (CQUIN) targets for Q1 & Q2.
- Management oversight of schemes has been improved and we expect to deliver all targets by the year end.
- Radiotherapy activity is below plan due to apparent changes in referral patterns. In isolation this would reduce income by circa £1.2m for the full year.
- However any potential loss in income is completely offset by activity being higher for our treatments.

Strategic & Operation Overview:

AF explained the new appointments to our highly effective Board:

- Dr Liz Bishop our new Chief Executive commences 26th November
- Jayne Shaw, Executive Director of Human Resources & Organisational Development commences 10th December. AF thanked Heather Bebbington for her service to the Trust.
- Angela Wendzicha, Associate Director of Governance commences January 2019

AF also advised:

- Executive Director of Finance interviews will be held 2nd November 2018
- Well led assessment by the CQC commences on 14th January 2019.

Before moving onto the Transforming Cancer Care (TCC) section, AF asked if there were any questions. There were none.

AF asked for a copy of the slides to be emailed to Governors.

MM

TCC – Better Care Pathways & Outcomes

- AF informed the Clinical Decisions Unit opened this month and initial feedback indicates it is working well.
- Preparations for up to 900 patients to receive planned chemo/immunotherapy care closer to home are well advanced.
- The new Radiotherapy scanner at Aintree became operational in July. Additional treatments have started.
- Our colleagues in the East area (Halton, Knowsley, St Helens and Warrington) are in a pre-engagement stage for the proposed hub model, with a formal consultation to commence in 2019.

TCC – Our Outstanding Workforce

- Work by directorates to confirm the workforce numbers for the services are to be explored and will be ready by December, e.g., operating in single rooms and hospital at night, palliative care and supportive care.
- Development of the Trust Organisational Development, Oct 2018
- Support to clinical teams to prepare for the move from April 2019
- Roll out of a Trust wide standard methodology to quality improvement by 2019 by a leading edge organisation from April
- Appraisal rates have improved – expect quality of appraisal to be better
- Mandatory training compliance has also improved

Connecting for the Future

- AF reminded that Sarah Barr, Assistant Director of IM&T had given a brilliant presentation at the Annual Members in connection with CCC's Global Digital Exemplar Programme for Transforming Cancer Care.

Building for the Future

CCC-L

- Construction works remain on programme – due for completion in the Spring of 2020
- The ongoing delay to the new Royal remains problematic; the project team continue to work with Laing O'Rourke to mitigate this
- Laing O'Rourke have agreed a contract to complete the new Royal – this will be advantageous to CCC-L
- It is increasingly likely that CCC-L will open before the new Royal – CCC is currently exploring the operational implications of this and will share in Jan.
- Work to commission the new hospital is underway with the development of detailed equipment plans for the new build.

CCC-W

- Planning work to support the redevelopment of the CCC-W site is due to start early next year, pending clarity on the potential use of the vacated ward areas by neighbouring NHS Trusts

- Headline narrative and visuals will be ready and promoted very soon

Transforming Cancer Care (TCC) – website

- The Trust has launched a new TCC microsite, please click the link <https://www.transformingcancercaremc.nhs.uk/> Please note: you can access the flythrough film however owing to privacy issues you cannot access the live webcam. The new site better reflects the broader remit of TCC in a more modern, visually engaging, interactive way and gives us the opportunity to better showcase the main elements of the programme.

Phil Edgington commented he would like to thank Ann and the members of the Executive Team for the tremendous progress made over the last six months.

Governance & Other Matters

057/18 Audit Committee Update

Gil Black (GB), Chair, Audit Committee explained to the Council that the Audit Committee had approved the recommendation to retain Grant Thornton as external auditors and now asks formally for consent from the Council.

Consent was given unanimously.

GB then updated the Council with details from the Audit Committee meeting held 22nd October 2018 and 16th July 2018.

22nd October 2018

Successful Outcomes and Assurances:

- An internal audit report was received on sickness absence which received Substantial assurance.
- Substantial progress has been made on the Audit Tracker in reducing the outstanding actions from external audit reports.
- The Committee Reviewed the BAF framework provided by the Governance & Compliance Committee, which provided reasonable assurance that actions are in place to mitigate the strategic risks. In addition we reviewed the report on the questionnaire to the Board which demonstrated a positive response to the questions asked.

Areas of Concern

- An Internal audit of the integrated Service was marked as Limited Assurance. The detail indicated that whilst Risks are managed and discussed at departmental level and managed locally the actions communication and discussions were not noted on Datix. An action has been planned to ensure that Datix is used to monitor and record the above. This has been backed up by a review of all Risks by August 31st and completion of training by September 31st. The above is designed to enhance Risk management.

	<ul style="list-style-type: none"> We sustained a loss of £50,700 on the sale of a replaced CT Scanner to Devon Medical Equipment. Devon Medical Equipment went into administration after the sale and collection, but before cash was received. Future sales will be cash in advance before collection. <p>Meeting 16th July 2018</p> <ul style="list-style-type: none"> Internal Audit GDPR readiness – an advisory to identify any gaps in our readiness for GDPR. This indicated that systems were in place and that monitoring was the next step with the quality Committee picking this up. Internal audit Medical devices. This received a moderate assurance which is a considerable improvement from previous reports with 3 medium risks, with agreed action plans from the executives responsible. <p>The Council formally noted the assurances received by the Chairman of the Audit Committee.</p>	
058/18	Chair Recruitment	
	<p>Steve Sanderson (SS) reported that the CoG Nominations Committee appointed Gatenby Sanderson to undertake the selection process for the recruitment of Chair. The decision was reached after assessing three proposals for the recruitment process, timeline and associated costs. The pack Gatenby Sanderson will use includes information on the Trust, the role of the Chair and the criteria for appointment. The preliminary interviews will commence January 2019 with the final interviews taking place February 2019.</p> <p>From January 2019 Alison Hastings, Non-Executive Director will be Acting Chair until the substantive appointment begins their term of office.</p> <p>The Council agreed with the decisions of the Nominations Committee.</p>	
059/18	Non-Executive Director Appointment	
	<p>Steve Sanderson (SS) advised the Council the process for a Non-Executive Director had started some months ago. There were four candidates shortlisted for the position, all having the correct skills and experience who could Chair the Audit Committee. The interviews took place last week and the Nominations Committee concluded Mark Tattersall was an outstanding applicant, there we ask the Council of Governors is they would approve the recommendation to appoint Mark Tattersall as Non-Executive Director with effect from 1st December 2018 - the Council agreed unanimously.</p>	
060/18	2019 Schedule of meetings	
	<p>Phil Edgington (PE) presented the 2019 Schedule of Meetings to the Council and asked for their approval.</p> <p>The Council approved the schedule of meetings for 2019.</p>	

061/18

Declaration of Interest – Annual Review

Proposed amendment to Board Constitution – David Holden (DH), Interim Associate Director of Corporate Governance presented an Executive summary in respect of a proposed amendment to the Trust Constitution.

Section 12.11.1 of the Trust’s Constitution concerns the disqualification of directors becoming members of the Trust Board. As the Constitution currently stands, this applies equally to executive and non-executive directors.

In 2014, the regulation regarding ‘disqualification of directors’ criteria was revised. This was primarily aimed to support NHS organisations (CCG’s and NHS Trust’s) recruit non-executive directors and was then a choice for Foundation Trusts to adopt or not. At that time along with the majority of Foundation Trust’s, CCC decided not to amend its Constitution to reflect this change. More recently the benefit of this change has been realised and therefore it is proposed that section 12.11.1 of the Trust’s constitution is amended.

Non-executive directors often have a portfolio career of NED roles across public, private and charitable sectors. Removing the constraint that NEDs can only undertake one NHS NED role will assist the trust in broadening its range for attracting future candidates for non-executive director positions.

Increasingly, executive directors are being called upon to be the director of more than one NHS board when collaborative/shared working takes place across a local geographical area. E.g. STP working. However, this is currently a contracting issue between two or more organisations, rather than it being concerned with recruitment or for strategic organisational reasons. Removing the word director will ensure that the Constitution is fit for change in the future.

The proposal therefore is that the word “director” be removed from the Constitution in order to provide the flexibility for board members, especially non-executive directors as outlined above, to sit on more than one NHS board.

Matters on the “fit and proper person test” and on “conflicts of interest” will continue to be monitored and managed for all board members in the same way as present, following the Trust’s policies and national guidance.

The only other matter to raise with the Trust Board is to advise that it is good practice to review the Constitution on an annual basis (with the Standing Orders, Standing Financial Instructions and Delegated Authority rights) to ensure that it remains relevant and in line with statutory guidance and local practice. It is advised that a full review of the Constitution takes place in the next six months when the new Chair and Chief Executive Officer have joined the Trust.

The Council noted and approved the amendment.

Closing Business		
062/18	Any Other Urgent Business	
	<p>Phil Edgington advised the Council that although Gil Black's term of office ends in November 2018 he had kindly agreed to remain with the Trust until after the CQC visit in January 2019.</p> <p>Also, the CQC may have a requirement to speak to one or two Governors 15/16 or 17th January 2019. If this is the case, The Trust will inform you as soon as possible.</p>	
063/18	Date and time of next Meeting	
	<p>Date: Thursday 17th January 2019</p> <p>Time: 5.30pm</p> <p>Location: R&I Building Rm2&3</p>	