

# University Hospitals Dorset NHS Foundation Trust

## **Council of Governors Meeting - Part 1**

Thursday 27 October 2022

16:30 - 18:00

At Christchurch Hospital, Macmillan Seminar Room

Via Microsoft Teams

(Link to join meeting can be found in Outlook Diary Appointment)



### UNIVERSITY HOSPITALS DORSET NHS FOUNDATION TRUST

### COUNCIL OF GOVERNORS

The next meeting of the University Hospitals Dorset NHS Foundation Trust Council of Governors will be held at 16:30 on Thursday 27 October 2022 at the Macmillan Seminar Room in Christchurch Hospital and via Microsoft Teams.

If you are unable to attend please notify the Company Secretary Team by sending an email to: <a href="mailto:company.secretary-team@uhd.nhs.uk">company.secretary-team@uhd.nhs.uk</a>

### Rob Whiteman Chairman

### AGENDA – PART 1

Time		ltem	Method	Purpose	Lead	
16:30	1	Welcome, Introductions, Apologies & Quorum	Verbal		Chair	
	2	Declaration of Interests	Verbal		Chair	
16:35	3	MINUTES				
	<b>3.1</b> For Accuracy and to Agree: Minutes of the Council of Governors Meeting held on 28 July 2022		Paper	Paper Approval		
	3.2	Matters Arising – Action List (none outstanding)	Verbal	Review	Chair	
16:45 4 TRUST CHAIR AND CHIEF EXECUTIVE UPDATES			S			
	4.1 Chair's Update		Verbal	Noting	Chair	
	4.2 Chief Executive Update		Verbal	Noting	CEO	
16:55	6:55 5 QUALITY AND PERFORMANCE					
	5.1	5.1 Integrated Quality, Performance, Workforce, Finance and Informatics Report		Noting	Chief Officers	
17:10	6	GOVERNANCE				
	6.1	Annual Complaints & Patient Experience Report	Paper*	Noting	CNO	
	6.2	Annual Effectiveness of External Audit Process	Paper	Approval	DCFO	
	6.3	Composition of Board of Directors: Amendment to Trust's Constitution	Paper	Approval	Chair	
	6.4	Report on the Annual Members' Meeting	Verbal	Noting	Chair	
	6.5	Council of Governors: Strategy Group	Verbal	Approval	Chair	
	6.6	6 Update on Council of Governors' Election Process		Noting	Deputy CoSec	
	6.7	<ul> <li>Feedback from Council of Governor Groups</li> <li>Membership and Engagement Group</li> <li>Quality Group <ul> <li>Including update on the Quality</li> <li>Accounts presentation</li> </ul> </li> </ul>	Verbal	Noting	Group Chairs	

### 16:30 on Thursday 27 October 2022

17:45	7	Urgent Motions or Questions	Verbal		Chair			
	8	Any Other Business	Verbal		Chair			
		Date of Next Council of Governors Meeting:						
18:00	9	Thursday 26 January 2023 at 16:30 planned location for Royal Bournemouth Hospital.						
		Future Meetings: Thursday 27 April 2023, 27 July 2023 and 26 October 2023.						

\* late paper

#### This meeting is being recorded for minutes of the meeting to be produced. The recording will be deleted after the minutes of the meeting have been approved.

### Items for Next Council of Governors Part 1 Agenda

**Standing Reports** 

- Integrated Performance Report
- Update from Council of Governor Groups

Annual Reports

- Board Assurance Framework (six monthly report)
- Review/updates to the Trust's Constitution
- Annual External Audit Plan
- Council of Governors Assessment of Collective Performance
- Annual Review of Trust Constitution Annex 5 Standing Orders for the Practice and Procedure of the Council of Governors

### **Reading Room Materials**

Integrated Performance Report (Agenda Item 5.1) Annual Complaints & Patient Experience Report (Agenda Item 6.1)

Composition of Board of Directors: Amendment to Trust's Constitution (Agenda Item 6.4)

Update on Council of Governors' Election Process (Agenda Item 6.6)

Appendix – Attendance at Council of Governor Meetings

### List of abbreviations:

CEO – Chief Executive Officer DCFO – Deputy Chief Finance Officer CNO – Chief Nursing Officer

### AGENDA – PART 2 PRIVATE MEETING

Time		Item	Method	Purpose	Lead
18:15	10	Welcome, Introduction, Apologies & Quorum	Verbal		Chair
	11	Declaration of Interests	Verbal		Chair
18:20	12	MINUTES			
	12.1	For Accuracy and to Agree: Minutes of the Council of Governors Meeting held on 28 July 2022 and 20 September 2022	Paper	Approval	Chair
	<b>12.2</b> Matters Arising – Action List (none outstanding)		Verbal	Review	Chair
18:30	13	GOVERNANCE			
	13.1	<ul> <li>Feedback from NREC</li> <li>Non-Executive Director Recruitment Update</li> <li>Governor attendance at Council of Governor Meetings</li> </ul>	Verbal	Noting	Chair
	13.2	Feedback from Part 2 Board Meeting	Verbal	Noting	Chair
18:50	14	Any Other Business	Verbal		Chair
	15	Reflections on the Meeting	Verbal		Chair
19:00	16	Date of Next Council of Governors Meeting: Thursday 26 January 2023 at 16:30 planned locat Future Meetings: Thursday 27 April 2023, 27 July	-		•

### 18:15 on Thursday 27 October 2022

\* late paper

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### Items for Next Council of Governors Part 2 Agenda:

### Standing Items

- Update from NREC
- Update from Board Part 2

Annual Item

Recommendation from NREC on Non-Executive Directors' remuneration/allowances/terms and conditions

### **Reading Room Materials**

Feedback from Council of Governor Groups – Quality Group (*Part 1 Agenda Item 6.7*) Appendix – Attendance at Council of Governor Meetings



### UNIVERSITY HOSPITALS DORSET NHS FOUNDATION TRUST

### **COUNCIL OF GOVERNORS PART 1 – PUBLIC MEETING**

Minutes of the meeting of the Council of Governors held on Thursday 28 July 2022 at 14:00 in the Boardroom at Poole Hospital and via Microsoft Teams.

Present: In attendance:	Rob Whiteman Robert Bufton Marie Cleary Sharon Collett Richard Ferns Philip Green Marjorie Houghton Carole Light Andrew McLeod Keith Mitchell Patricia Scott Diane Smelt Kani Trehorn David Triplow Michele Whitehurst Sandra Wilson Karen Allman Yasmin Dossabhoy Siobhan Harrington Richard Moremon Mark Mould Pete Papworth Richard Renaut Paula Shobbrook Caroline Tapster Matt Thomas Sarah Locke	Trust Chair (Chair) Public Governor: Poole and Rest of Dorset Staff Governor: Administration, Clerical and Management Public Governor: Bournemouth, Lead Governor Public Governor: Poole and Rest of Dorset Non-Executive Director, Vice Trust Chair Public Governor: Bournemouth Public Governor: Christchurch, East Dorset and Rest of England Public Governor: Poole and Rest of Dorset Public Governor: Bournemouth Public Governor: Bournemouth Public Governor: Poole and Rest of Dorset Public Governor: Nursing Public Governor: Nursing Public Governor: Poole and Rest of Dorset Public Governor: Christchurch, East Dorset and Rest of England Chief People Officer ( <i>until 15:00</i> ) Associate Director of Corporate Governance Chief Executive Officer Acting Head of Communications (Transformation) Chief Operating Officer ( <i>until 14:50</i> ) Chief Strategy and Transformation Officer (for item 5.1) Chief Nursing Officer Non-Executive Director, Senior Independent Director Deputy Chief Medical Officer			
CoG 44/22	Welcome, Introdu	Deputy Company Secretary <i>(minutes)</i> ctions, Apologies & Quorum ed everyone to the meeting.			
		eived from the following members:			
		A Appointed Governor: BCP Council			
		d, Appointed Governor: Dorset Council			
		a, Public Governor: Bournemouth			
	Robin Sadl     England	er, Public Governor: Christchurch, East Dorset and Rest of			
	•	tit. Staff Governor: Estates and Ancillary Services			
	<ul> <li>Markus Pettit, Staff Governor: Estates and Ancillary Services</li> <li>In the absence of an appointed Governor being present, the meeting inquorate. Items approved at the meeting would require ratification subsequent meeting of the Council of Governors.</li> </ul>				
0-0.45/00	-				
CoG 45/22	Declarations of In				
	No further interests				
CoG 46/22	Philip Green propo meeting was held a	eeting held on 28 April 2022 psed an amendment to the draft minutes to reflect that the at the Hamworthy Club as well as via Microsoft Teams. nendment, the minutes were APPROVED as an accurate ng.			

CoG 47/22	Trust Chair Update
	Rob Whiteman reported that he had met individually with the Non-Executive Directors, the Executive Directors, senior stakeholders and colleagues across the ICS such as Chairs of other providers in the system as well as Bournemouth, Poole and Christchurch Council.
	The Board Part 1 meeting held on 27 July 2022 had a focus on performance; ED handovers, occupancy and discharge, elective recovery and cancer standards. There was a particular focus on the Cost Improvement Programme (CIP) and as for many organisations there were challenges with the budget. A discussion had taken place on staff security and the zero tolerance to staff and volunteers was reaffirmed by the Board.
	The ICS came into effect from 1 July 2022 to create a system of health providers, commissioners and other partners such as the local authorities. It would aim to establish a provider collaborative between organisations and to focus on the issues of prevention and investing in initiatives to ease pressures.
	There was a need to review the Non-Executive Director vacancies with a focus on diversity and potentially seeking to partner with Associate Non-Executive Directors.
	Governance was being reviewed particularly for papers produced for the Board and its Committees and also the Committee structure.
	Robert Bufton asked about the representation on the ICS board and if the Governors could attend. Rob Whiteman replied that the ICB were following prescriptive national guidance and that Siobhan Harrington was the only Chief Executive representing foundation trusts on the Dorset Integrated Care Board (ICB) but felt that over time the ICS would look to utilise Governors through engagement strategies.
	Siobhan Harrington added that the evolving engagement strategy was reviewed at the previous ICB meeting and that she would raise involving Governors in health infrastructure around the ICB.
	Michele Whitehurst added that she had attended the last ICB meeting as a member of the public.
	The Chair outlined that there was an opportunity to support the role of Governors with a development programme and engagement would be important with the Trust's building program.
CoG 48/22	Integrated Quality, Performance, Workforce, Finance and Informatics Report
	Siobhan Harrington introduced the IPR, explaining the considerable pressure in the system not only in urgent and emergency care (UEC) and planned care but also for the recovery of staff from the pandemic.
	Mark Mould presented highlights of the operational performance report, noting:
	<ul> <li>At the time of reporting there were over 100 patients in the hospital but there were reductions on the number of Covid cases within the community which also reflected in the Dorset figures.</li> <li>The number of patients waiting over 78 weeks and 104 weeks was</li> </ul>
	starting to reduce but the number waiting over 52 weeks was increasing. The increase was due to the merger of the PAS systems which had created duplicate records, however there was no impact on patient safety. The data was being validated.
	<ul> <li>Diagnostics remained static. Good progress had been made in CT, MRI and ultrasound but cardiology remained a challenge due to significant workforce gaps and in endoscopy due to the demand in the service.</li> <li>The daily challenge for ED remained. Although there were areas of improvement, these were not sustained. Executives were working with</li> </ul>
	<ul> <li>ICS colleagues to improve patient flow across the system.</li> <li>There had been a 13% increase in cancer referrals in the previous month which was having an impact on patients being seen within the 28-day target. The main areas of focus in cancer were colorectal and</li> </ul>

gynaecology with a need to develop capacity, capability, workforce and pathway changes.
Pete Papworth presented highlights from the finance report, noting:
<ul> <li>The Trust was £4.2m off plan due to considerable inflationary pressures, predominantly utilities and energy prices, which was 2-3 times higher than predicted and budgeted for. This was expected to increase further. There had been a reduction in the spend on agency staff. The adverse position however was not mitigated against due to the under delivery of the CIP.</li> </ul>
<ul> <li>The pressures in staffing, the UEC and elective pathways prevented CIP being delivered at pace.</li> </ul>
<ul> <li>A financial recovery summit identified key cost cutting workstreams to help manage savings. There was an increased confidence in the delivery of CIP, but the challenges to identify recurrent savings remained.</li> </ul>
<ul> <li>A significant underspend on capital existed. The One Dorset Pathology Hub and the IT Strategy had slipped but both were expected to deliver against the budget by Q4.</li> </ul>
<ul> <li>IHP had been overly optimistic in the spend profile for the BEACH building and were expected to spend the full cash amount by year end.</li> </ul>
Karen Allman presented highlights from the workforce report, noting:
<ul> <li>There was an upward trajectory for staff turnover with a focus on understanding why staff were leaving the organisation. There had been a 35% increase in the number of applications to NHS pensions.</li> <li>6% vacancy rate.</li> </ul>
<ul> <li>The statutory and mandatory training compliance had reduced to 84% due to extra competencies having been added.</li> </ul>
• Trust Wide Medical Locum rates had been introduced from 1 July 2022 to enable transparency for additional work payment for medical staff. This would also contribute to the reduction in agency staff.
<ul> <li>Covid staff sickness was reducing. There had been some productive and proactive wellbeing support being offered to staff including financial planning and debt management.</li> </ul>
<ul> <li>Considerable organisational change was underway, and support was being offered and given to staff.</li> </ul>
<ul> <li>'Good people management' training modules and been introduced which had received very positive feedback.</li> </ul>
<ul> <li>Planning for the flu and Covid vaccination programme had started for October 2022.</li> </ul>
Paula Shobbrook presented highlights from the quality report, noting:
<ul> <li>There had been one severe fall that resulted in a fractured neck of femur and one category 3 pressure damage. Both incidents were being investigated.</li> </ul>
<ul> <li>Increased positive results in patient engagement were reported although the patient satisfaction scores were lower than they had been previously.</li> <li>There had been a mixed sex accommodation breach. The mixed sex annual declaration had been approved at the Board on 27 July 2022.</li> </ul>
<ul> <li>Although the numbers of complaints had increased since the reduction during Covid, the number of early resolutions had also increased.</li> </ul>
<ul> <li>The numbers of registered nurses on the wards were nationally meeting the safe staffing levels, but the pressure remained with the health care support vacancies.</li> </ul>
Keith Mitchell asked what the plans were to help reduce the ambulance waiting times in ED and whether the Trust had considered caring for patients in corridors, as had been done previously throughout the pandemic.
Mark Mould replied that there should be no plans to care for patients in hospital corridors, however, recognised that when ED was full, and occupancy was very high then there may be a need to escalate to use the corridor but that this would

	be done working with Paula Shobbrook to ensure the staffing was appropriate and patients safely managed. The focus remained on same day emergency care, encouraging selfcare at home and ensuring patients were discharged before 12pm.
	Keith Mitchell further enquired about plans to prepare for staff retirements given the ongoing pressures and changes to usual places of work.
	Karen Allman replied that 'Stay Conversations' were encouraged and through appraisals, discussions about personal development, performance, values, behaviours and supporting health and wellbeing. Well-being Ambassadors had been introduced. A number of staff had retired and returned to work in a different capacity which was very positive. Flexible working was also to be reviewed.
	Marjorie Houghton asked what was being done to increase the hospital flow and improve patient discharges.
	Mark Mould replied that domiciliary care and care homes were affected by the same challenges around recruitment and retention. There was an interim care team within the Trust that supported patients at home and there were 500 hours per day commissioned for bridging care with about 40 patients in that group.
	Marjorie Houghton further enquired about the apprenticeship scheme and the challenges of recruiting to the nursing profession.
	Karen Allman replied that there were around 300 people on an apprenticeship scheme. She felt that the elimination of the bursary had a significant impact on the recruitment of nurses but there were 50 registered nursing degree apprenticeships across the system. Paula Shobbrook added that the Bournemouth University cohort was over-subscribed this year and The Trust were looking to increase student nurses and mentorships. There were trainee nursing associate roles as well.
	Kani Trehorn asked whether Governors could support with the recruitment day.
	Karen Allman confirmed that it would be useful to have clinical staff Governors at the recruitment day.
	Kani Trehorn further enquired whether the ice creams given to staff could have been delivered as some ward staff had missed out.
	Karen Allman confirmed that ice cream vans had been brought on to sites and ice creams had also been taken round to staff on wards.
	The Council of Governors was ASSURED by the Integrated Quality, Performance, Workforce, Finance and Informatics Report.
CoG 49/22	Summary of Operational Plan
	Richard Renaut presented the summary of the operational plan, highlighting:
	• The operational plan was a working document and provided oversight of the planned achievements for the year.
	<ul> <li>There was a five-year strategy that had been reviewed at the Board and the Council of Governors previously.</li> </ul>
	<ul> <li>There were five strategic objectives set which were further broken down into individual areas.</li> <li>The plan was developed in line with the Dorset ICS.</li> </ul>
	Siobhan Harrington added that there was a priority on the urgent emergency care, planned care and workforce issues that had been spoken about and ensured that the report and messaging was clear for all staff.
	Sharon Collett commented that the strategic objectives were comprehensive and what staff should be working towards. She also thanked Richard Renaut for an accessible document that everyone could buy into and understand.
	Keith Mitchell asked about the Macmillan Unit build. Richard Renaut replied that the Macmillan Unit were currently fund raising and looking at national grants to secure the funding for the building works which hoped to be in the next year with an 18-month build. A Governor walkabout of the Christchurch site would be organised, and more detailed plans could be shared there.
	The Council of Governors NOTED the Summary of Operational Plan.

	The date and time of the next meeting of the Council of Governors was announced as Thursday 27 October 2022 at 16:30pm in the Macmillan Seminar Room at Christchurch Hospital and via Microsoft Teams.
	Marjorie Houghton asked if was possible to arrange an additional Governor visit of Poole Hospital for those that were unable to attend. It was confirmed that the Company Secretary Team would work with colleagues to organise that.
	The Chair referred to the proposed review of the Trust's Constitution. As this would take some time and with new Governors coming into position in the new year, he suggested that the Trust proceed with preparing for elections. Reference was made to previous discussions about the position on Governor vacancies; these would now seek to be filled through the election process.
CoG 54/22	The Council of Governors NOTED the Trust Annual Report and Accounts. Any Other Business
	Annual Members' Meeting (AMM). Robert Bufton added that it was a considerable achievement to have had a clean audit on the accounts given the complexity of a merged organisation.
	across the Trust over the previous 12 months. She thanked Pete Papworth and the finance team for their work on the accounts. The report had been published on the internet and would be presented at the
CoG 53/22	<b>Trust Annual Report and Accounts</b> Siobhan Harrington presented the Trust Annual Report and Accounts, commenting positively on the document which highlighted the achievements
	Governor Response to Quality Accounts Paula Shobbrook thanked Governors for their input into the development of the Quality Account. She reported that the Quality Account has been approved by the Board and it was noted that it would be published on the Trust website. The Council of Governors APPROVED the Governor Response to Quality Account.
CoG 52/22	Report.
CoG 51/22	<ul> <li>The terms of reference would be reviewed in line with the governance review across all of the Committees.</li> <li>An overview of the Committee had been provided at the previous Informal Governor Briefing.</li> <li>The Council of Governors NOTED the Annual Audit Committee Report.</li> <li>Board Assurance Framework Annual Report Paula Shobbrook presented the Board Assurance Framework (BAF) Annual Report, highlighting: <ul> <li>The BAF was used to consider the risks and actions against the Trust objectives.</li> <li>Annually the risks on the risk register were reviewed to ensure that they aligned to the Trust objectives.</li> <li>The paper presented detailed the risks to achievement.</li> <li>The BAF was reviewed quarterly at the Audit Committee and was taken to the Board of Directors and the Quality Committee every six months.</li> </ul> The Council of Governors NOTED the Board Assurance Framework Annual</li></ul>
CoG 50/22	<ul> <li>Annual Audit Committee Report and Consultation on Terms of Reference</li> <li>Philip Green presented the annual Audit Committee Report, highlighting:</li> <li>This was the formal report of the work of the Audit Committee completed during the year detailing the compliance with the terms of reference.</li> <li>The report had been endorsed at the Audit Committee 21 July 2022 and presented at the Board on 27 July 2022.</li> </ul>

# University Hospitals Dorset NHS Foundation Trust

### **COUNCIL OF GOVERNORS PART 1 – COVER SHEET**

### Meeting Date: 27 October 2022

### Agenda item: 5.1

Subject:	University Hospitals Dorset (UHD) NHS Foundation Trust Integrated								
	Performance Report (IPR) September 2022								
Prepared by:	Executive Directors, Alex Lister, Sophie Jordan, Judith May, David Mills, Fiona Hoskins, Matthew Hodson, Carla Jones, Irene Mardon, Jo Sims, Andrew Goodwin								
Presented by:	Executive Directors for specific service areas								
Purpose of paper:	To inform the Council of Governors on the performance of the Trust during September 2022 and consider the content of recovery plans.								
Background:	The integrated performance report (IPR) includes a set of indicators covering the main aspects of the Trust's performance relating to safety, quality, experience, workforce and operational performance. It is a detailed report that gives a range of forums ability if needed to deep dive into a particular area of interest for additional information and scrutiny.								
Areas of Board Focus	Continuing High Bed occupancy levels. Current Ambulance handover delays and the amount of time patients are spending in the emergency department. Continuing challenges with 'No Reason to Reside' (NRTR) and the increase in bed pressure, with the number of Covid admissions/contacts increasing across the organisation contributing to a high bed occupancy. Impact on reduced hospital flow has the potential to impact on patient safety, experience and increased cancellations. Workforce availability to meet escalating capacity levels, driving increased agency costs and staff wellbeing. Impact on hospital reputation and increased challenge to elective care recovery as a result of having to more capacity aside for emergency /urgent care response. The impact this may have on the fundamentals of care, in particular, deconditioning of patients.								
Urgent & Emergency Care	<b>Operational Performance: Key Points</b> Hospital occupancy continues to create challenges and there was a deterioration in the number of patients in our EDs for more than 12 hours waiting for a bed, with 886 patients spending longer than 12 hours in the departments. Ambulance handover delays showed deterioration in September both in terms of numbers and total time lost, the position against the recovery trajectory is shown below.								

	Latest Position Up to and Including 02/10/2022 Handover Trajectory Monitoring - Weekly View Time Lost to Handovers (Hours) & Weekly Trajectory 400 900 900 900 900 900 900 900 900 900	лап 20	23	Mar 2023	
	Latest Position Up to and Including 02/10/2022 Handover Trajectory Monitoring - Weekly View Time Lost to Handovers (Hours) & Weekly Trajectory 00 00 00 00 00 00 00 00 00 00 00 00 00	Jan 20		Mar 2023	al Urgent
	(colours based on change from last month)			6	
	Standard	Aim	Poole	Sep-22 RBCH	Combined
	Operational (Field testing standards)				combined
	Mean time in the dept	200 mins	303	406	358
	Time to Initial Assessment	15 mins	9	20	15
	12 Hour ED Waits	0	381	505	886
	Internal Care Standards	<b>v</b>	501	505	000
	Time to first clinician seen ( <i>RBCH: to Dr seen</i> )	60 mins	126	166	147
	Mean Clinically Ready To Proceed to Leave Dept	60 mins	277	192	237
		0011113		152	237
	Weekly ED decompression action plan n progress and monitor front door actions ECIST is ongoing, with a review against 20 October to confirm progress and ag focusing increasingly on back door proce	and perfect t initial ob gree the f	ormance servation future ac	and sup ns taking tions, wi	port from place on th ECIST
Occupancy, Flow & Discharge	Both sites continued to maintain oper Occupancy marginally reduced to 92.8% instances exceeded 100% on a single s OPEL 3/4 across the trust. There was an average of 238 patients MI Which is an increase of 1 compared to 7 numbers of patients waiting for Local A Care, Community hospital placements an Continued focus on the 3 agreed are	across U site. With RFD acros August fig Authority nd Self- F	HD sites ongoing ss both s gures. Th intervent funding s	, howeve variance sites in Se iere are s ions, Inte support.	er in some between eptember. significant ermediate

	Setting expected date of dis admission;	charge (ED	D), and di	ischarge within 48 hours	of
	Ensuring consistency of prounds;	rocess, per	sonnel an	nd documentation in wa	rd
	Applying seven-day worki weekends.	ng to ena	able disch	narge of patients duri	ng
	<ul> <li>A 2-week intensive initiative discharged home from Host fortnight involving system participation by November.</li> <li>1. Internal delays.</li> <li>2. Assessment delays.</li> <li>3. Brokerage.</li> <li>4. Community bed bloct 5. Self-funders.</li> </ul>	pitals in Do rtners aims	rset starts	on 10 October. This flo	w
Surge, Escalation and Ops Planning	At the time of writing, UHD I rise in incidence (35 previo Epicell modelling. The operational teams have link with the Winter KLOEs a supported by the internal action plan. A systemwide bed capacit national funding to reduce th beds. Funding has been capacity, additional escalatio both sites and recruitment o	us month) created a and national Hospital Flo y and dem he risk of hi agreed to on beds, co	and mirror capacity a board ass ow Improv nand plan igh occupa support ir mmissioni	rs the national picture a nd flow plan which aims surance framework. This vement Group Trust Win has been launched w ancy and insufficient wint nternal increase in SDE ng of departure lounges	nd to is de ith ter
	from additional care hours, beds for Quarter 4.	•		••••••	es
Referral to Treatment	from additional care hours,	•	e beds an	••••••	es
	from additional care hours, beds for Quarter 4.           Planning requirement           Referral to treatment 18-	care home	e beds an	d increased mental hea	es
Treatment	from additional care hours, beds for Quarter 4.           Planning requirement	care home	e beds an	d increased mental hea	es
Treatment	from additional care hours, beds for Quarter 4.           Planning requirement           Referral to treatment 18- week performance	care home Aug 22 57.1%	beds and 54.9%	d increased mental hea September 22 Target 92% Trajectory 36 by	es
Treatment	from additional care hours, beds for Quarter 4.           Planning requirement           Referral to treatment 18- week performance           Eliminate > 104 week waits           Reduce >78 week waits to	Care home Aug 22 57.1% 95	e beds and 54.9% ▼ 76 ▼ 504	d increased mental hea September 22 Target 92% Trajectory 36 by September 2022	es
Treatment	from additional care hours, beds for Quarter 4.           Planning requirement           Referral to treatment 18- week performance           Eliminate > 104 week waits           Reduce >78 week waits to zero	care home Aug 22 57.1% 95 502	e beds and 54.9% ▼ 76 ▼ 504 ▶	d increased mental hea September 22 Target 92% Trajectory 36 by September 2022 398 by September 22	es

	<ul> <li>Key Elective outcomes delivered in reporting period:</li> <li>National outpatients initiative - 'Super September' supported in ENT and Gynaecology, affecting a reduction in the number of patients at risk of waiting over a year and a half for an appointment by 75% and 53% respectively.</li> <li>New theatre planning cycle supported by the implementation of the Integrated Care Coordination Solution (ICCS) scheduling tool.</li> <li>Theatre Improvement – First Phase completed in partnership with Four Eyes with all 3 in-scope specialties showing efficiency improvements. Case Opportunity has reduced from 27% to 19%.</li> <li>Additional echocardiology and endoscopy activity commenced Sept.</li> <li>Demand and capacity modelling rolled out to gynaecology, respiratory medicine, endoscopy and echocardiology.</li> <li>DrDoctor Phase 1 completed including superuser training and appointment reminder user acceptance testing.</li> <li>Following the move to a single, unified Patient Administration System (PAS) in the Trust in May 2022, work has been ongoing to administratively validate the waiting list and remove duplicate patient pathways. The first stage of this validation exercise is complete with the removal of duplicates with the same RTT start date.</li> </ul>									
Cancer Standards	The total number on the UHD PTL has risen above 4200 and ranks 18th when compared nationally. Two week wait referrals in August increased by 34% when compared to the same period in 19/20. Referrals continue to challenge delivery of improvement in the performance standards. However, of the 30 								<ul> <li>/ 34%</li> <li>llenge</li> <li>he 30</li> <li>ckstop</li> <li>Aug 22</li> <li>FINAL</li> <li>65.9%</li> <li>92.9%</li> <li>97.9%</li> </ul>	
	Subsequent Treatment - Surgery	94%	89.8%	91.5%	95.3%	87.7%	92.3%	90.9%	91.7%	
	Subs equent Trea tment - Ra di othera py	94%	99.3%	98.6%	100.0%	99.3%	98.7%	99.3%	99.3%	
	Subsequent Treatment - Anti Cancer Drugs	98%	100.0%	99.5%	96.3%	100.0%	98.7%	98.5%	100.0%	
	Faster Diagnosis Over 104 days (treated in month)	75% N/A	71.9% 44.5	70.2% 53	71.9% 13	71.8% 25.5	66.9% 14	63.6% 15.5	62.9% 20.5	
	<ul> <li>28-day FDS perform reporting 62.9%, a re four to seven tumo capacity in colorectal</li> <li>31-day standard – ac</li> <li>The 62-day performa However, remains at</li> <li>Key outcomes delivered</li> <li>Delivered 48 addi hysteroscopy slo additional fast tra</li> <li>Colorectal/Upper going forwards a Colonoscopy in li</li> </ul>	eduction our si skin chieve nce ir pove t in rep tional ts po ck ap GI: 4 nd ac	ion sinc tes ach and gy ed. he curre porting p clinic sl pointme 10 addit ction init	e July, nieving naecolo t was be ent natio period (S ots in G to avo ents per ional slo tiated to	howeve the sta gy rem elow the onal av Sept): ynaecc bid dela week a ots, bu o tighte	er with andaro aained e 85% erage blogy in ay in at Poo ilt into	n an in d. Firs a cha thresh of 63.4 n Sept diagno le. capao	crease at outp llenge. hold (65 5%. , ring-f postics city pla	e from batient 5.9%), enced and 8 anning	

	treatme	ent clinics providir ting: agreement f	ng one-stop f	for excision ar	sessment clinics to nd biopsy. ng across England
DM01 (Diagnostics report)	weeks of referr	The DM01 standard has achieved 80.3% of all patients being seen within 6 weeks of referral, 19.7% of diagnostic patients seen >6weeks. 1% of patients should wait more than 6 weeks for a diagnostic test			
	August	Total Waiting List	< 6weeks	>6 weeks	Performance
	UHD	11,639	9,341	2,298	19.7%
	<ul> <li>DM01 performance has improved in September. Increased demand for diagnostics and workforce gaps is impacting on the Trust's overall recovery of diagnostics performance in echocardiology, endoscopy and imaging (CT/MRI). Neurophysiology has recovered in month.</li> <li>Key outcomes to be delivered in next reporting period:         <ul> <li>Additional ultrasound capacity due to come online in October to aid recovery, particularly use of outsourcing (AECC).</li> <li>Reduction in DNAs for diagnostics and increased activity for endoscopy and echocardiology.</li> <li>Validation of diagnostics waiting lists.</li> </ul> </li> </ul>				
Elective Recovery Actions	<ul> <li>Five Trust-wide improvement programmes are providing a foundation for improvements in elective care recovery:</li> <li>A Theatre improvement programme - to optimise theatre efficiency and utilisation and improve staff and patient experience of theatres.</li> <li>Outpatient Enabling Excellence and Transformation programmes - including three elements: 'back to basics' outpatient improvements focused on achieving immediate and sustainable efficiency improvements in Outpatients; Digital Outpatients transformation, and speciality led outpatient reviews of capacity and utilisation.</li> <li>Diagnostics recovery: Endoscopy, Echocardiology and imaging.</li> <li>Cancer recovery and sustainability: Developing a sustainability plan to improve Cancer Waiting Times across 6 priority tumour sites which aligns with the Dorset Cancer Partnership objectives.</li> <li>Data and validation optimisation: Ensuring access to the best quality data for elective care delivery and planning.</li> </ul>				
Health Inequalities	The Dorset Intelligence & Insight Service (DiiS) Health Inequalities dashboard enables analysis waiting times disaggregated by ethnicity and deprivation (Dorset Patients only). <u>Health Inequalities</u> Waiting list by Index of Multiple Deprivation (IMD): 8.5% of the Trust's waiting list are patients living within the bottom 20% by Index of Multiple Deprivation (IMD). Analysing RTT activity, the average weeks waiting at the point of treatment among the 20% most deprived is 13.8 weeks compared to 12.9 weeks in the rest of the population treated. This variance has reduced from 1.1 weeks in Q1 to 0.9 weeks in Q2 to date.         Waiting list by ethnicity				

	Where ethnicity is recorded, 11.2% of patients are within community minority
	ethnic populations. Patients from community minority ethnic groups had a marginally lower (0.1) average week wait compared to patients recorded as White British in Q2 to date.
Infection Prevention	Quality, Safety, & Patient Experience Key Points
and Control:	Hospital Associated cases trend
	<ul> <li>Portage and the second secon</li></ul>
Clinical Breaties	Moving & Handling
Practice Team	<ul> <li>Core Induction <ul> <li>Level 2 Moving &amp; Handling training is an essential component in the trust induction programme (day 2) for clinical staff.</li> <li>These sessions have been protected (as much as possible) in order to support the safe onboarding of staff.</li> <li>We are unable to meet additional requests for extra core induction sessions. This may be a limiting factor going forward when requests for further core inductions dates are made.</li> </ul> </li> </ul>
	<ul> <li>Essential Core Skills</li> <li>The ability to meet the face-to-face level two training requirements for clinical staff continues to be a challenge. The risk register entry remains at 10 (moderate) and under continuous review.</li> <li>All scheduled Essential Core Skills face to face clinical moving &amp; handling sessions are now fully booked until end of the calendar year. Staff are notified of any DNAs or cancellations by the Education &amp; Training team.</li> <li>An options appraisal document is being developed with the Education &amp; Training team to explore alternative methods of delivery that remain compliant with statutory requirements</li> </ul>

	<ul> <li>Falls prevention &amp; management A total of seven moderate and above fall harm events were reported in month. One patient sustained a dislocation requiring return to theatre, four patients sustained #nofs. Two patients died following unwitnessed falls and we are awaiting further information from the investigation as to whether the falls were a causative or incidental to the outcome. The relevant scoping and investigations are being undertaken with support from the falls team. The team participated in national falls awareness week (20<sup>th</sup> –24<sup>th</sup> Sept) and arranged events over Royal Bournemouth, Poole and Christchurch hospital sites. Images were shared on social media channels. </li> <li>Falls summit is to be held on13th October to review the 3 min themes: <ul> <li>Meeting enhanced care observations.</li> <li>Complex discharges for patients at high risk of falling.</li> <li>Harm experienced by patient's deemed MRFD.</li> </ul> </li> <li>Tissue Viability The number of referrals to the service are now consistently above 200 per month. <ul> <li>Throughout September there has been a reduced service. Staff have been advised to keep referring however the team will triage the most complex, those on admission and those requiring a review prior to discharge. <ul> <li>Noting an increase in complaints relating to skin integrity and pressure ulceration following discharge to other care providers</li> <li>The team remain under sustained pressure and have had to take the</li> </ul> </li> </ul></li></ul>
Patient Experience:	<ul> <li>difficult decision to cancel some planned training sessions.</li> <li>Friends &amp; Family Test FFT Positive responses for September have remained relatively static at 90.0% compared with 90.4% in August. The response rate for FFT has continued to improve in September following resolution of problems caused by the transition of IT systems.</li> <li>PALS and Complaints In September there were 467 PALS concerns raised, 46 new formal complaints and 44 Early Resolution complaints (ERC) processed. The number of complaints that were responded to and closed in September were 66. Regular meetings with the care groups continue to focus on closing of complaints. In September there were 207 outstanding open complaints including ERC, 79 of which have been open longer than 55 working days.</li> <li>Key themes from PALS and complaints: Communication – Absent or incorrect, Organisation process – Waiting times, accessing care, Communication – absent or incorrect.</li> <li>Red Flags Red flag reporting showed a marked increase in Q2 with 142 recorded in September across adult in patient and midwifery areas. Patients requiring enhanced care accounted for 50% of the red flags across medical and surgical wards and 100% in midwifery were due to delayed or time critical activity.</li> </ul>

Workforce Performance:	Section 42s The number of concerns considered for S42 has increased considerably but the number converted to S42 remains steady. There is a delay in some enquiries being brought to the Trust's attention due to capacity in our LA partners. Mixed Sex Accommodation Breaches There were no MSA breaches in September 2022. Please note the YTD (12 month rolling data) Indicators to September 2022 can be found on the Workforce Integrated Performance Report page. September (in month) Indicators: Actual this Variance on			
			Actual this month	last month
	Turnover		14.7%	0.2%
	Vacancy		6.8%	-0.4%
	Sickness Rate		4.9%	0.2%
	Covid-absence non-sickness		0.0%	-0.2%
	Appraisals	Values based	42.1%	13.2%
		Medical & Dental	51.0%	-8.1%
	Statutory and Mandatory		86.8%	-0.4%
	UHD turnover has increased	by 0.2% in month,	YTD it is 14.	6%.
000	<ul> <li>Vacancy rate is being reported at 6.8% in month, a decrease of 0.4% compared to August. The overall increases are, in the main, due to establishment data quality corrections, specifically in nursing and midwifery. It is also reflective of a very challenging recruitment market.</li> <li>Overall Sickness absence in September is 4.9%, a reduction of 0.2% compared to August. Covid related absence is recorded as 0% for September.</li> <li>Statutory and Mandatory training: Overall UHD Trust compliance is standing at 86.8% which is a decrease of 0.4% on August. Our aim is to reach 90% across all sites.</li> </ul>			
CPO Headlines:	<ul> <li>Industrial action: Following the National pay offer, UHD has been officially notified that the Royal College of Nursing (RCN) will be balloting their members (employed on Agenda for Change contracts) on industrial strike action. The postal ballot opens on Thursday 6 October 2022 and closes on Wednesday 2 November 2022.</li> <li>We await formal notification from the BMA on their publicised intention to ballot Junior Doctor members on industrial action (nature of which to be defined), in early January 2023. Other trade unions are currently consulting with their members on whether to ballot also.</li> <li>Clinical Excellence Awards: Following changes to the National Clinical Excellence Award Scheme, which will now be known as the National Clinical Impact Award Scheme, a task and finish group is being formed to develop a</li> </ul>			

	new local clinical excellence award scheme (LCEA) for UHD. LCEA funding for this year has been equally distributed to consultants.
Occupational Health and Enhanced Wellbeing Service	<ul> <li>Pre-Placement Referrals: Activity levels remain high. All F1 Doctors and rotational Doctors successfully pre-employed and cleared to work at UHD. No delays are being experienced with pre-employment checks currently.</li> <li>A steep increase in management referrals were received in August 2022. Currently there is a 4/5 week wait for an appointment with an OH Nurse Advisor or OH Doctor.</li> <li>Autumn Vaccination Programme- Clinics started on 8 October with a</li> </ul>
	capacity for 8000 appointments over the 8 weekend days. <b>Psychological Support &amp; Counselling Service (PSC):</b> In September 2022, 67 new referrals were made to PSC and 211 appointments were offered during September. Waiting times remained very low during September.
Resourcing	<b>Medical Recruitment</b> : The first medical role to be managed via the TRAC portal in September closed early as we received over 270 applicants within 48 hours. A higher number of applications than expected was received overall in month, and recruitment activity has remained at high levels.
	<b>General Recruitment:</b> There was a record number of new joiners to the Trust this month, and overall the highest number of starters since October last year. This results in significant increases in activity for both recruitment and education teams. Our Open Day event in September, and our attendance at several off site recruitment events has resulted in over 60 HCSW candidates being added to the HCSW pipeline so far.
Workforce Systems	The total amount of changes processed by the team in September 2022 was 2204, a decrease of 765. The monthly roster finalising process remains an issue with teams not finalising their rosters before the deadline and/or making changes after they have finalised the roster. This generally results in additional work for the Workforce Team or incorrect payment to staff. We are looking at providing a report to show the trends of the problem areas. Improvements on the Locums Nest payment methods are being reviewed to help support the move away from paper claim forms.
Temporary Workforce	The Temporary Staffing team are still facing significant staffing challenges. A recent recruitment campaign which has proved successful is beginning to see new staff join the team. For the months of August and September we have seen a 5% reduction in requested nursing hours. Bank and agency AfC fill has a 3% mirrored increase, producing an overall 77% fill rate across UHD. Medical locum fill rates for September are the highest since launch at 73%, a total of 1138 shifts were filled.
Organisational Development	Leadership Fundamentals, a new programme for new and aspiring leaders is launching in October. There were a large number of applications and a further 3 cohorts are already planned for next year. Next step is to launch Leadership in Action for more established UHD leaders. 11 members of staff trained as Action Learning Set facilitators to support leadership development progress.

	<b>Engagement and collaboration with partners across the ICS</b> : to develop our coaching programme as a system, alongside the development of our internal UHD coaching programme.	
	The intranet pages for manager development are under review and have been updated to include resources to support managers in their development including a PDP (with links to additional NHS online learning offers) and a values-based behaviour self-assessment.	
	<b>NHS Staff Survey 2022</b> launched on 30th September. Separate survey to include Bank staff has also been launched.	
	<b>Wellbeing</b> - A "staff check in" [wellbeing conversation] resource has been developed, this has been piloted in Cardiology, once evaluated a roll out will be supported with additional information and intranet resources. The winter plan for wellbeing will include communication linked to recognising the impact of staff movements and the UHD Responder developed with Nursing.	
	<b>FTSU:</b> October is FTSU Month 2022 - #FTSUforEveryone and is a campaign which raises awareness of the importance of speaking up and creating a culture where staff feel encouraged, confident, and safe to speak up. Please show your visible support of "Wear green Wednesdays" throughout October.	
Trust Finance Position	To follow	
Options and decisions required:	No decisions required	
Recommendation	Members are asked to note:	
	<ul><li>Note the content of the report</li><li>Note and consider the areas of Board focus</li></ul>	
Next steps:	Work will continue in addressing the actions raised as part of the escalation reports and through Trust Management Group	

Links to U	niversity Hospitals Dorset NHS Foundation Trust Strategic objectives, Board Assurance Framework, Corporate Risk Register
Strategic Objective:	<ul> <li>To be a great place to work, by creating a positive and open culture, and supporting and developing staff across the Trust, so that they are able to realise their potential and give of their best.</li> <li>To ensure that all resources are used efficiently to establish financially and environmentally sustainable services and deliver key operational standards and targets.</li> <li>To continually improve the quality of care so that services are safe, compassionate timely, and responsive, achieving consistently good outcomes and an excellent patient experience</li> <li>To be a well governed and well managed organisation that works effectively in partnership with others, is strongly connected to the local population and is valued by local people.</li> <li>To transform and improve our services in line with the Dorset ICS Long Term Plan, by separating emergency and planned care, and integrating our services with those in the community.</li> </ul>

BAF/Corporate	Risks scoring ≥12:
Risk Register:	
(if applicable)	<b>UHD 1342</b> - The inability to provide the appropriate level of services for
(in applicable)	patients during the COVID-19 outbreak – increased score to 16
	UHD 1131 – inability to effectively place patients in the right bed at the right
	time (Flow)
	UHD 1387 - Demand for acute inpatient beds will exceed bed capacity
	(Demand & Capacity)
	UHD 1460 – UEC national metrics
	UHD 1429 – Ambulance handovers
	UHD 1053 –Long Length of Stay / Discharge to Assess /NRTR
	UHD 1074 - Risks associated with breaches of 18-week Referral to
	Treatment and 52 week wait standards
	<b>UHD 1292</b> – Outpatient Follow-up appointment backlog. Insufficient capacity
	to book within due dates
	<b>UHD 1386</b> – Cancer waits increasing due to increased referrals.
	UHD 1276 – Delayed patient care due to delays in surgery for #NOF patients
	UHD1574 - Lack of Breast screening staff impacting on waiting times
	UHD 1397- Provision of 24/7 Haematology/ Transfusion Laboratory Service
	<b>UHD 1342</b> -The inability to provide the appropriate level of services for
	patients during the COVID-19 pandemic
	<b>UHD 1283 -</b> There is a risk that we cannot adequately staff radiotherapy
	radiographer roles due to vacancies and maternity leave.
CQC	All 5 areas of the CQC framework
Reference:	
Reielelice.	

Committees/Meetings at which the paper has been submitted:	Date	
Trust Board (Full report)	26 October 2022	
Quality Committee (Quality)	24 October 2022	
Finance & Performance Committee (Operational / Finance	21 October 2022	
Performance)		
Trust Management Group	17 October 2022	



## COUNCIL OF GOVERNORS PART 1 – COVER SHEET

### **MEETING DATE: 27 October 2022**

### Agenda item: 6.1

Subject:	2021/22 Annual Complaints report	
Subject.	2021/22 Annual Complaints report	
Prepared by:	Laura Northeast – Interim Head of Patient Experience	
	Matthew Hodson Deputy Chief Nurse	
Presented by:	Paula Shobbrook – Chief Nursing Officer	
Purpose of paper:	The purpose of this paper if to provide an annual report of the complaints and PALS learning and activity during 2021/22 for noting.	
Background:	This report draws together the information provide in the quarterly complaints reports during 21/22 into an annual report.	
Key points for members:	<ul> <li>The Trust procedures to manage concerns and complaints meet statutory requirements.</li> <li>The complaints procedure was aligned 2021/22, adopting best practice from all sites.</li> <li>UHD will continue to work with the PHSO as an early adopter of the new complaints framework, which includes a focus on Early Resolution of Complaints (ERC).</li> <li>In Q4 the number of complaints resolved via early resolution has increased substantially.</li> <li>The Trust has received 492 complaints, 121 early resolution complaints and 5214 PALS enquiries and concerns during 2021/22.</li> <li>This is a reduction in the number of complaints received 2020/21 but has seen a significant increase in the cases managed in the PALS service.</li> <li>This Annual Complaints report has been to Quality Committee for endorsement and the to the Board of Directors for sign off in July 2022.</li> </ul>	
Options and decisions required:	None required – For information	
Recommendations:	To note the annual report.	
Next steps:	For noting	
······		

Links to University Hospitals Dorset NHS Foundation Trust Strategic objectives, Board Assurance Framework, Corporate Risk Register	
Strategic Objective:	<ul> <li>To be a great place to work, by creating a positive and open culture, and supporting and developing staff across the Trust, so that they are able to realise their potential and give of their best.</li> <li>To ensure that all resources are used efficiently to establish financially and environmentally sustainable</li> </ul>

	<ul> <li>services and deliver key operational standards and targets.</li> <li>To continually improve the quality of care so that services are safe, compassionate timely, and responsive, achieving consistently good outcomes and an excellent patient experience</li> <li>To be a well governed and well managed organisation that works effectively in partnership with others, is strongly connected to the local population and is valued by local people.</li> <li>To transform and improve our services in line with the Dorset ICS Long Term Plan, by separating emergency and planned care, and integrating our services with those in the community.</li> </ul>
BAF/Corporate Risk Register:	N/A
(if applicable) CQC Reference:	Safe, Caring, Well-led and Effective

Committees/Meetings at which the paper has been submitted:	Date
Quality Committee and Board of Directors	July 2022



## COUNCIL OF GOVERNORS PART 1 – COVER SHEET

## Meeting Date: 27 October 2022

## Agenda item: 6.3

Subject:	External Audit: Annual review of effectiveness		
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Prepared by:	Pete Papworth, Chief Finance Officer		
Presented by:	Pete Papworth, Chief Finance Officer		
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Purpose of paper:	To consider the effectiveness of the Trusts' External Audit		
	Provision over the preceding twelve months.		
Destaurat	Faller in a Departuri de la subarra a de la suma d		
Background:	Following a Dorset-wide tender process, the current external audit service contract has been held by KPMG		
	LLP since April 2018.		
Key points for members:	An initial assessment on the effectiveness of the External		
	Auditors was undertaken by the Chief Finance Officer and		
	presented to the Audit Committee on 20 October 2022.		
	The Audit Committee completed a retrospective annual		
	review of the external audit effectiveness and has concluded that the provision by KPMG LLP has been		
	effective.		
	Performance is considered to be professional, responsive		
	and in line with the contract for services.		
Options and decisions	The Council of Governors are asked to approve the		
required:	effectiveness of the external auditors.		
Recommendations:	It is recommended that the Council of Coverners approve		
	It is recommended that the Council of Governors approve that the External Audit provision by KPMG LLP has been		
	effective.		
Next steps:	N/A		
-			

Links to University Hospitals Dorset NHS Foundation Trust Strategic objectives, Board Assurance Framework, Corporate Risk Register			
1	To be a well governed and well managed organisation that works effectively in partnership with others, is strongly connected to the local population and is valued by local people.		
BAF/Corporate Risk Register:	Not applicable		
CQC Reference:	Well led		

Committees/Meetings at which the paper has been submitted:	Date
Audit Committee	20 October 2022



### Annual Review of the effectiveness of External Audit

# Audit Committee 20 October 2022

Initial assessment by the Chief Finance Officer, subject to comments from Audit Committee members on 20 October 2022. The final assessment will be presented to the Council of Governors for information and assurance.

Ref	Criteria	Yes/ No	Specific evidence and/ or comment, by exception	
1	Does the audit team identify risk and prioritise work effectively?	Yes	Work programme and progress reports to the Audit Committee.	
2	An audit plan has been agreed with key members of staff.	Yes	Draft reviewed by the Chief Finance Officer before consideration by the Audit Committee.	
3	The audit plan was agreed in a timely manner.	Yes		
4	The audit plan was presented to, and approved by, the Audit Committee.	Yes		
5	Progress against the audit plan is reported regularly.	Yes		
6	Audit work performed is in accordance with the agreed plan.	Yes		
7	Audit reports are discussed and agreed with relevant officers before being finalised and presented to the Audit Committee.	Yes	All draft reports reviewed by the Chief Finance Officer. Subject matter reports reviewed by the appropriate executive lead e.g. Quality by the Chief Nursing Officer.	
8	Audit reports are prepared in a timely manner.	Yes	External audit work to the Trust's governance cycle.	
9	Recommendations arising from audit reviews are discussed and agreed.	Yes		
10	The audit team ensures relevant officers are updated with progress/ findings during the course of their work.	Yes	Progress meetings were held regularly between the KPMG Partner and the Chief Finance Officer, together with subject matter detail to the appropriate Trust lead.	
11	Auditors are available to discuss key issues when not on site.	Yes	KPMG were always extremely responsive, as required.	
12	Auditors provide information in a timely manner.	Yes		
13	Value for money is received from the audit service provided.	Yes	Competitive tender adjusted for inflation annually.	

Summary:

Performance overall is considered to be professional, responsive and in line with the contract for services.



## COUNCIL OF GOVERNORS PART 1 – COVER SHEET

### Meeting Date: 27 October 2022

### Agenda item: 6.4

Subject:	Composition of Board of Directors: Amendment to Trust's Constitution
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Prepared by:	Yasmin Dossabhoy, Associate Director of Corporate Governance			
Presented by:	Rob Whiteman, Chair			
	1			
Purpose of paper:	For review and discussion.			
Background:	Responsibilities of the Nominations, Remuneration and Evaluation Committee:         Further to Annex 5, clause 19.9.3 of the Trust's Constitution, the Nominations, Remuneration and Evaluation Committee (the Committee) is to review the structure, size and composition of the Board of Directors from time to time and make any recommendation to the Council of Governors.         This is additionally reflected in section 1.2 of the Committee's Terms of Reference, which provides that the Committee is responsible for advising and/or making recommendations to the Council of Governors relating to the composition of the Board of Directors and the skill mix of the Non-Executive Directors.         Composition of the Board: Code of Governance and Trust's Constitution         Under NHSE's (formerly Monitor's) Code of Governance, paragraph B.1.2, includes the following "comply or explain" requirement: "At least half the board, excluding the chairperson, should comprise non-executive directors determined by the board to be independent". This is also reflected in the draft Code of Governance for provider trusts published by NHS England in May 2022. In view of the number of the Trust's Non-Executive Directors (excluding the Trust Chair) comprising less than half the board, the Trust included in its 2021/2022 Annual Report a disclosure explaining the departure from the current Code.         The Trust's Constitution provides at clause 21 as follows:       21.2. The Board is to comprise: 21.2.1 a non-executive Chairman (who shall have a casting vote); 21.2.2 No more than seven other Non-Executive Directors; and 21.2.3 No more than eight Executive Directors.			

It is important to note that the approach of the Trust Chair having a casting vote instead of half of the Board of Directors, excluding the Chairman, being non-executive directors is recognized by the NHS Model Core Constitution, on which the Trust's Constitution was based (footnote 27, page 16 to the Model Core Constitution). Separately, there is an anomaly between Clause 21 (providing for no more than seven other Non-Executive Directors) and Annex 7 (Standing Orders for the Practice and Procedure of the Board of Directors) which provides for a minimum of seven other Non-Executive Directors as follows: 3.1.1 In accordance with Clause 21 of the Constitution, the composition of the Board shall be:
<ul> <li>(a) a non-executive Chairman; (Chairman to have a casting vote to ensure majority)</li> <li>(b) a minimum of seven other Non-Executive Directors (one of which may be nominated as the Senior</li> </ul>
Independent Director). Which therefore requires correction.
Current composition of the Trust's Board
The Trust's Board is currently comprised of a Non-Executive Chairman, <u>six</u> other Non-Executive Directors and eight Executive Directors. One vacant Non-Executive Director position exists following a retirement in December 2021.
Following on from the discussions at the Committee in July 2022, the directors have discussed (at Board Development sessions in August 2022 and October 2022) the benefits of seeking to recruit two Non-Executive Directors (one to fill the current vacancy plus an additional Non-Executive Director) to enhance and complement the existing diversity and skill mix. Aligned to the Committee's reflections in July 2022, the directors also raised the importance of having a specific focus on currently under-represented demographics within the cadre.
The Trust Chair has proposed a recruitment of two Non-Executive Directors being coupled with a Constitutional change to remove his casting vote for Board composition purposes. (For the avoidance of doubt, this is not proposed to affect the casting vote of the person presiding at a meeting of the Board of Directors in the case of an equality of votes, as provided for under Clause 5.9 of the Standing Orders for the Practice and Procedure of the Board of Directors.).
Amendments to the Trust's Constitution
Should the Council of Governors support the recruitment of two Non-Executive Directors (and therefore the increase of the size of the Board to a maximum of 17), in view of the revised composition of the Board, this would require amendments to the Trust's Constitution:
Under its terms (clause 41), the Trust may make amendments to its Constitution only if:
<ul> <li>More than half of the members of the Council of Governors of the Trust voting approve the amendments; and</li> <li>More than half of the members of the Board of Directors of the Trust voting approve the amendments.</li> </ul>
In addition, the Council of Governors should present to the Trust's Annual Meeting any proposed changes to the policy for the

	composition of the Non-Executive Directors (Annex 8, clause 7.7.3 to the Trust's Constitution).			
Key points for Council members:	<ul> <li>The proposal is:</li> <li>To consider the recruitment of two Non-Executive Directors (one to fill an existing vacancy and another additional Non-Executive Director);</li> <li>To focus upon currently under-represented demographics when recruiting such additional Non-Executive Directors;</li> <li>To increase the size of the Board to a maximum of 17;</li> <li>To amend the Trust's Constitution to reflect the above.</li> </ul>			
Recommendations:	<ul> <li>The Nominations, Remuneration and Evaluation Committee considered the above at its meeting on 20 October 2022. The Committee recommends to the Council of Governors that the Council approve the changes outlined above.</li> <li>The amendments proposed to the Trust's Constitution would be as follows: <ul> <li>21.1 The Trust is to have a Board of Directors, which shall comprise both Executive and Non-Executive Directors.</li> <li>21.2 The Board is to comprise:</li> <li>21.2.1 a non-executive Chairman (who shall have a casting vote);</li> <li>21.2.2 No more than eight seven other Non-Executive Directors; and</li> <li>21.2.3 No more than eight Executive Directors.</li> </ul> </li> <li>And to Annex 7 – Standing Orders for the Practice and Procedure of the Board of Directors as follows: <ul> <li>3.1.1 In accordance with Clause 21 of the Constitution, the composition of the Board shall be:</li> <li>(a) a non-executive Chairman; (Chairman to have a</li> </ul> </li> </ul>			
	<ul> <li>casting vote to ensure majority)</li> <li>(b) a minimum of no more than eight seven other Non- Executive Directors (one of which may be nominated as the Senior Independent Director)</li> </ul>			
Next steps:	Separately, the Board of Directors will be asked to consider, and if thought fit, to approve the amendments to the Constitution.			

Links to University Hospitals Dorset NHS Foundation Trust Strategic objectives, Board Assurance Framework, Corporate Risk Register			
Strategic Objective:To be a well governed and well managed organisation that works effectively in partnership others, is strongly connected to the local population is valued by local people.			
BAF/Corporate Risk Register: (if applicable)			
CQC Reference:	Well led.		

Committees/Meetings at which the paper has been submitted:	Date
Nominations, Remuneration and Evaluation Committee	20 October 2022

		28 April 2022	28 July 2022	20 September 2022
	Rob Whiteman			
	Philip Green			
	Paul Hilliard	А	А	
	Beryl Ezzard		А	
	Diane Smelt			
	Jonathan Babb			
	Judith Adda		А	А
	Keith Mitchell			А
	Marjorie Houghton			
	Sharon Collett			
	Carole Light			А
Present	Richard Allen			
Flesen	Robin Sadler		А	А
	Sandra Wilson			
	Andrew McLeod			
	David Triplow	А		А
	Michele Whitehurst			
	Patricia Scott	А		А
	Richard Ferns	А		
	Robert Bufton			
	Marie Cleary			А
	Cameron Ingham			
	Markus Pettit		А	А
	Kani Trehorn			
	Karen Allman			
	Yasmin Dossabhoy			
	Ewan Gauvin			
	Siobhan Harrington			
	Sarah Locke			
	Richard Moreman			
In Attendance	Mark Mould			
	Alyson O'Donnell			
	Pete Papworth			
	Richard Renaut			
	Paula Shobbrook			
	Caroline Tapster			
	Matt Thomas			

Key

	Not in Attendance	In attendance
A	Apologies	N/A
D	Delegate Sent	