

From: Cathy Lilley
(Associate Director of Corporate Governance)

To: Council of Governors

Date: 14 May 2020

Subject: Covid-19 Response – Governance in respect to the Council

1.0 Purpose of the Report

1.1 To update the Council on the plans for consultation, engagement and activities for the Council during the Covid-19 situation.

2.0 Background

2.1 A meeting was held on 30 March 2020 chaired by Eileen Taylor with the Lead Governor and Council of Governors committees' chairs to discuss the impact of the COVID-19 crisis on the Trust and to find a way forward to adjust the Council's work. Discussions included opportunities that would:

- Enable the Council to remain informed and engaged, enabled to carry out its functions of holding the NEDs to account for the performance of the Board and serve as a conduit for the views of their constituents and the wider public at the heart of Trust decision making and
- Maintain and strengthen the links between council/governors and the Trust, as well as between governors, and ensure potentially vulnerable or isolated governors are supported, and
- Ensure the Trust adheres to recent guidance produced by NHS England/NHS Improvement on 'reducing the burden' to free up management capacity and resource to focus on operational management.

2.2 Essential items include:

- Maintaining the involvement, awareness and cohesion of the Council of Governors over the coming months through two-way communications using alternatives to face to face meetings or communications
- Recruitment of the chair to continue (including involving governors in stakeholder meetings). Council has already agreed to process carried out by Nominations and Conduct Committee
- CoG decision at the May 2020 meeting on proposal to appoint proposed candidate as Chair
- Recruitment of NED (replacing Mary Elford) proposed to Council to go ahead with interviews in early July; CoG to be advised outside of meeting
- Recruitment of chief executive by NEDs – will require governor updates and involvement

2.3 Recently published guidance from NHSE/I states (amongst others)

- All face to face meetings should be stopped/moved to virtual meetings where possible
- Social distancing regulations enable Trusts/Providers to limit or stop access to public meetings
- System working, CQC inspections and work on quality accounts to be suspended and deferred

3.0 The following work plan was agreed:

Suggestion	Plan	Actions
Ensure Council can carry out essential and statutory tasks	Hold future Council meetings (May/possibly July) by virtual means	Hold May 2020 via videoconference Plan July 2020 Meeting to be held at least partially online (as some/many governors will still be shielding or isolating)
	Carry out Chair Recruitment	Recruitment carried out successfully by virtual means; CoG to be asked to approve recommendation by Nominations and Conduct Committee on May 14 th
	Carry out recruitment of NED	Nominations and Conduct Committee to carry out NED recruitment using same process as followed for recent NED recruitment; Council to approve recommendation at July meeting.
	CEO Recruitment	CEO recruitment duty of the Non-Executive Directors but Council must approve appointment; update to be provided at CoG in May 2020 and Governor engagement in process to be agreed once process begins under new Chair
Provide information and assurance for governors	Ensure Governors have access to IT facilities (Email, video conferencing)	Three Trust iPads provided to governors without internet facilities (inc nhs.net email addresses). WhatsApp group set up for Hotmail addresses with unreliable delivery of emails Trialled different platforms (Zoom, WebEx, MS Teams) with Zoom firm favourite
	Provide ad-hoc updates of topical information	NL continues to provide regular updates on Trust developments usually via a weekly bulletin
	Regular updates on Covid-19 management	Regular update by Dr Paul Gilluley, Chief Medical Officer
	Governors to be invited to virtual Board meetings –	Public Board meeting March 2020 held online with good

	<p>encouraged to send in questions in advance (or through the chat facility)</p> <p>Short overview on Board discussions/decisions following each Board meeting; also on website for members and the public</p> <p>Continue plans for WebEx meeting with Governors and Eileen Taylor for 22 April 2020</p> <p>Focus on clear and transparent reports to highlight and provide assurance on process, Governors' requirements and/or statutory responsibilities process (eg Chair recruitment)</p> <p>Remind governors of opportunity to submit queries</p> <p>Remind governor of importance of their feedback to Gov/members Office about what they experience, or hear from members/public</p>	<p>Governor attendance and questions asked; invitations to Board meeting on 21 May already shared.</p> <p>Has been drafted - delay in uploading on website and circulated</p> <p>Open Forum held with Eileen Taylor and Governors (deferred by a week)</p> <p>Focused CoG Meeting on essentials. NL to offer feedback to presenters on Governor queries and concerns.</p> <p>Completed (though ongoing). Received highest number of queries; responses by Edwin Ndlovu and others shared with Governors</p> <p>Ongoing – NL aiming to maintain feedback loop</p>
Communication	<p>Use governor updates as template for membership updates (less details, less regular, but remain in touch via email/on Website)</p> <p>Zara to offer regular telephone sessions for governors to contact her with any issues or concerns; ZH to feed back issues to Gov/Mem Office; Office to feed back to governor</p> <p>Use governor2governor contact to check on each other (and feed back to office any issues, but respecting confidences)</p>	<p>Members with email addresses have been informed. TrustTalk to include update and important telephone numbers. Plans for membership engagement with Trust's Shaping our Future workstream</p> <p>Not yet instituted as currently no requirement for this</p> <p>Anecdotally, this is happening (Hackney governors; Governor WhatsApp group). But also plans for a Governor MS Team space to share information</p>

	Ask governors to identify local sources of support and share	Works informally
	Set up regular video meetings as an offer for Governor (for specific themes or social gathering as required)	Two fortnightly meetings (one on weekend, one on workday) now being offered to Governors; attendance per meeting c 10 governors supported by NL. Staff governors held first video conference on May 11th; other governors have been offered similar meetings (eg by Borough)
	Shaping the Future Workshop	Workshop to seek Governors' views on Trust emerging from current crisis planned with Governors on May 26 th , led by Amar Shah and Richard Fradgley

6.0 Action Being Requested

6.1 The Council of Governors is asked to **RECEIVE** and **NOTE** the report.