

Council of Governors Meeting

To be held in public on Thursday, 8 September 2022, 5:00pm – 7:00pm

By Zoom:

<https://elft-nhs-uk.zoom.us/j/93172470297?pwd=YXJVbm9nWkJ2RSs2cnJXUIhnWlI2dz09>

Agenda

	Title		Action	Time (pm)
Informal Gathering				4:30
1	Welcome Eileen Taylor, Acting Chair	Verbal	Note	5:00
2	Apologies for Absence Eileen Taylor, Acting Chair	Verbal	Note	
3	Declarations of Interest Eileen Taylor, Acting Chair	Verbal	Assurance	
4	Minutes of the Council of Governors Meeting, 14 July 2022 Eileen Taylor, Acting Chair	Attached	Approve	
5	Action Log and Matters Arising from the Minutes Eileen Taylor, Acting Chair	Attached	Assurance	
Strategic Items				
6	Operational Update: Budgets, Inflation, Cost of Living Paul Calaminus, Chief Executive	Presentation and Discussion	Assurance	5:05
7	Identifying Governors' Strategic Priorities Introduction by Angela Bartley, Director of Population Health	Presentation and Discussion (Breakout Rooms)	Assurance	5:20
Business Items				
8	Appointment of External Auditors: Agreeing the Process Anit Chandarana, Chair of Audit Committee Dr Mohit Venkataram, Executive Director of Commercial Development	Attached	Approve	6:15
9	Trustwide Members Meeting Cathy Lilley, Director of Corporate Governance	Attached	Assurance	6:25
10	Council of Governor Elections Update Tina Bixby, Membership Officer	Attached	Assurance	6:26
11	Council of Governor Committee Membership Norbert Lieckfeldt, Corporate Governance Manager	Attached	Approve	6:30



12	Update, Joint Chair Recruitment Ken Batty, Senior Independent Director Cathy Lilley, Director of Corporate Governance	Attached	Assurance	6:40
13	Report from Nominations and Conduct Committee Eileen Taylor, Acting Chair	Attached	Approve	6:50
14	Any Other Urgent Business and Questions from the Public (to be advised in advance by Tuesday, 6 September 2022 . Questions submitted on the day will be responded to following the meeting)			
<p>Date and Time of Next Meetings:</p> <ul style="list-style-type: none"> • 11 October 2022 (4:00 to 5:30pm): Trustwide Members Meeting (virtual) • 8 November 2022 (4:00 to 5:00pm: Extraordinary Council Meeting, Joint Chair Appointment (virtual) • 10 November 2022 (face-to-face – venue to be advised) • 19 January 2023 (virtual) • 9 March 2023 (face-to-face – venue to be advised) • 11 May 2023 (face-to-face – venue to be advised) • 13 July 2023 (face-to-face – venue to be advised) • 14 September 2023 (face-to-face – venue to be advised) • 9 November 2023 (face-to-face – venue to be advised) <p>All meetings will be held from 5:00 – 7:00</p>				

For more information on the meeting, including how to access the meeting, please visit [the ELFT website](#). Please contact elft.membership@nhs.net for any specific enquiries.

Eileen Taylor
Acting Chair
East London NHS Foundation Trust

Draft Minutes of the Council of Governors Meeting Held in Public

Thursday 14 July from 5.00pm – 7:00pm
Virtual Meeting, held via Zoom

Present:	Eileen Taylor	Acting Trust Chair
Governors:	Patrick Adamolekun	Staff Governor
	Julie Aduwa	Public Governor, Rest of England
	Viv Ahmun	Appointed Governor, Voluntary Sector
	Victoria Aidoo-Annan	Staff Governor
	Dawn Allen	Public Governor, Bedford Borough
	Rehana Ameer	Appointed Governor, City of London
	Roshan Ansari	Public Governor, Tower Hamlets
	Fatima Begum	Public Governor, Luton
	Gren Bingham	Public Governor, Tower Hamlets
	Shirley Biro	Public Governor, Newham
	Caroline Diehl	Public Governor, Hackney
	Darlene Dike	Public Governor, Hackney
	Mark Dunne	Staff Governor
	Susan Fajana Thomas	Appointed Governor, Hackney
	Arif Hoque	Public Governor, Tower Hamlets
	Rofikul Islam	Public Governor, Tower Hamlets
	Tony Isles	Staff Governor
	Khtija Malik	Appointed Governor, Luton
	Reno Marcello	Public Governor, City of London
	Beverley Morris	Public Governor, Hackney
	Caroline Ogunsola	Staff Governor, Lead Governor
	Jamu Patel	Public Governor, Luton, Dep Lead Governor
	Betsy Scott	Staff Governor
	Larry Smith	Public Governor, Central Bedfordshire
	Suzana Stefanic	Public Governor, Central Bedfordshire
	Felicity Stocker	Public Governor, Bedford Borough
	Jim Weir	Appointed Governor, Bedford Borough
	Patricia Wheeler	Public Governor, Hackney
	Rachel Williams	Public Governor, Luton
In attendance:	Angela Brtley	Director of Population Health
	Ken Batty	Senior Independent Director
	Tina Bixby	Membership Officer
	Dr David Bridle	Interim Chief Medical Officer
	Paul Calaminus	Chief Executive Officer
	Tanya Carter	Chief People Officer
	Anit Chandarana	Non-Executive Director
	Richard Fradgley	Director of Integrated Care
	Samanthi Gibbens	Interim Chief Finance Officer
	Philippa Graves	Chief Digital Officer
	Prof Dame Donna Kinnair	Non-Executive Director
	Norbert Lieckfeldt	Corporate Governance Manager
	Cathy Lilley	Director of Corporate Governance
	Edwin Ndlovu	Chief Operating Officer

Dr Amar Shah
Gill Skrzypczak
Lorraine Sunduza
Deborah Wheeler

Chief Quality Officer
Minute Taker
Chief Nurse and Deputy CEO
Non-Executive Director

Apologies:

Rehana Ameer
John Bennett
Joseph Croft
Adam Forman
Graham Manyere
Tracey Stock
Hazel Thomas
Aidan White

Appointed Governor, City of London
Public Governor, Tower Hamlets
Staff Governor
Public Governor, Hackney
Staff Governor
Appointed Governor, Central Bedfordshire
Public Governor, Newham
Public Governor, Newham

Absent

Tee Fabikun
Nadia Islam
Sheila O'Connell

Public Governor, Newham
Public Governor, Newham
Staff Governor

The minutes are produced in the order of the agenda

1. Welcome

1.1 Eileen Taylor warmly welcomed everyone to the meeting and reminded all of the Trust's values – We Care, We Respect and We Are Inclusive.

1.2 She extended a special welcome to Rachel Armstrong-Williams as the new Governor for Luton, succeeding Paula Williams who has stepped down for personal reasons.

1.3 Dr David Bridle, Interim Chief Medical Officer, and Samantha Gibbens, Interim Chief Finance Officer, were also welcomed to their first Council of Governors meeting.

1.4 Eileen acknowledged the implementation of the two new Integrated Care Services (ICSs) that ELFT are now part of in Bedfordshire, Luton & Milton Keynes (BLMK) and North East London (NEL), from 1 July 2022, noting the intention to arrange a development session for Governors on to discuss and share guidance around the role of governors in the new system.

1.5 She also congratulated the whole of the NHS on being awarded the George Cross by Her Majesty the Queen.

1.6 Eileen acknowledged the continuing increase in cases of Covid nationwide, and encouraged all to keep safe and continue to deliver the message around the vaccination offer.

2. Apologies for Absence

2.1 Apologies were recorded as above.

3. Declarations of Interest

3.1 No declarations of interest have been received in regard to today's meeting held in public.

4. Minutes of the Council of Governors Meeting held in public on 12 May 2022

4.1 The minutes were **APPROVED** as a correct record, subject to an amendment to the attendance list, previously notified (recording Jamu Patel as present).

5. Action Log and Matters Arising from the Minutes

5.1 Noted that actions were either closed, in progress or not due.

5.2 There were no matters arising.

6. **Operational Update: Staff Wellbeing – Tackling the Cost of Living Crisis**

6.1 In response to growing concerns around staff welfare and the recent communication from the ELFT Charity offering additional support to staff in these challenging times, Tanya Carter presented an update on the Trust's People Plan, highlighting:

- The agreement to increase mileage rates to assist staff with fuel cost pressures: from 54p per mile to 61p per mile up to 10,000 miles, and 20p per mile thereafter. This exceeds the offers being made by neighbouring trusts, and it is anticipated staff will be advised of this by the end of next week with payment backdated to 1 April to be made in August salaries.
- A regular monthly car user payment will be made on top of the mileage rates and cycle rates are also being increased. Additionally enquiries around increasing the number of pool cars in City & Hackney are underway and the issuing of fuel cards for use with them.
- Consideration is also being given to a prize draw for supermarket vouchers and free sanitary products are being trialled in Newham.
- The hardship fund for staff and service users is being promoted with an expected high influx of requests.
- The Bank rate of pay has been reviewed with consideration to increases in particular areas, and the payment of overtime rates is being explored.
- In relation to the recent change in Government Covid sick pay arrangements, the intention is to transition all staff affected by Covid across to the new arrangements by September.
- Work is underway to incorporate the Trialogue feedback software into the staff supervision process.
- Some external support for staff includes wellbeing hubs in East London and BLMK, and the employee assistance programme CareFirst.
- An analysis from a recent wellbeing survey will be brought to a future Trust Board. Work is ongoing with Comms to identify ways to improve the visibility of the wellbeing offers, in line with the success of the previous Flu vaccine and Vitamin D campaigns.

6.2 In discussion the Governors noted:

- The ongoing work to address the tax implications for staff around mileage rate increases before any communications go to staff, with support being provided by an external tax adviser.
- The mileage increase and regular car user payment is intended to cover wear and tear as well as fuel: implications for lease car users are still being worked through.
- The potential for an increase in domestic abuse due to financial pressures and the work already ongoing to engage the support of, and signposting to, relevant charities in connection with this.
- Tanya will respond offline on the work around the high cost living allowance for staff in Newham.

ACTION: Tanya Carter

- The Trust has links to a credit union but acknowledged that more work is needed to promote this initiative.
- It is intended to link in with charities on the provision of sanitary products, such as [the Hygiene Bank](#) once the pilot has been completed.
- Tanya to discuss the QNI offer for community and primary care staff further with Caroline Ogunsola.

ACTION: Tanya Carter

- The possible renaming of the hardship fund to remove any negative connotations is being looked into.

Eileen Taylor thanked the Governors for their ideas and contributions and noted the alignment of some of these issues with the Trust's Marmot work, which will come to the Council for discussion in the future. She also requested the initiatives discussed here remain confidential until the details can be finalised.

6.3 The Council **RECEIVED, DISCUSSED and NOTED** the update.

7. **Governors' Strategic Priorities – Giving Every Child the Best Start**

7.1 Richard Fradgley introduced the presentation, highlighting the complete alignment of the Governor's strategic priority with the Trust strategy, and recognising the opportunity to work with partners in the new ICSs to focus on improving health and life outcomes for children.

7.2 Angela Bartley presented via a series of slides, highlighting:

- The first 1001 days of a child's life are seen to be fundamental in determining life-long effects which can negatively impact health outcomes and lead to inequalities later in life. It is crucial for bodies such as the NHS to put resources into supporting those early years.
- Professor Michael Marmot has studied what works and makes a difference. Key elements are children's health and early development within a nurturing environment, supporting parents with issues such as stress around poverty which will impact a family's mental health.
- The complexity of the population ELFT serves including childhood obesity, growing up in poverty, increasing diagnosed mental health disorders amongst teenagers and the general increase in population numbers.
- ELFT has a broad healthcare service delivery but within that can affect the social determinants of health, stretching the boundaries of a healthcare organisation in areas such as local employment.

7.3 Sarah Wilson highlighted:

- The work last year listening to young people to understand what is important to them: wanting the same things in life as their peers without adversity, to tell their story once, to access support in different ways that suit them and to be able to take ownership of maintaining their own wellbeing.
- Our services have clinicians who do make a difference to young people's lives and the specialist services including the Specialist Children and Young People's Service (SCYPS) in Newham who look at the whole dimension of a child's wellbeing with an integrated approach with services such as health visitors and school nursing services. They also run a children's physical health service and deliver safeguarding, addressing the health needs for a wide variety of groups with interventions including speech and language therapy, dietetics, physiotherapy and specialist children's nursing.
- Children and Young Adults Mental Health Services (CAMHS) provides services in five different place-based systems, working together with partners such as the voluntary sector and local hospitals, to support health and emotional wellbeing of families, in schools and throughout communities, maximising the systems that are in place.
- Social prescribing and signposting, using the assets of a community to maximise help and risk support.
- Important but small part is ensuring rapid access to crisis support and intervention.
- Gave an example of linked partnerships around mental health development in schools.

- Part of the Trust's Marmot work is piloting the embedding of financial advisers within SCYPS services for families who have children with complex physical and neuro disability needs, partly funded from the ELFT charity.
- A year-long project in BLMK entirely run by children and young people to use art, sport and creative activities to encourage talk about their experiences of mental health and wellbeing, but also have input into police training and borough-run children's services.
- ELFT has a role to play around the health and wellbeing of families, with system work to look at the underlying drivers of poor health outcomes and transforming services.

Sarah noted the request for ELFT to link in with the Police and Crime Commissioner in Bedfordshire & Luton who is also undertaking lots of work around helping young people.

ACTION: Sarah Wilson

7.2 Following the presentation, Governors and other attendees discussed in breakout rooms the question "As Governors, what does *Giving Every Child the Best Start in Life* mean to you?"

Feedback from groups included (see also Appendix 1):

- Improved and more efficient utilisation of services already in place
- The importance of education, which should start from early childcare
- Immunisations to maintain child health
- Respite for parents
- Supporting fathers/male partners in relationships with their role in bringing up a child
- Personal support for carers: suggestion of a handbook with contact names and details of services
- Support for the 0-2yrs children living in high rise developments – improve their social experience with other children
- Maternity services: leveraging our influence to become part of a joined-up system and pro-active, identifying vulnerable families in need of additional support
- Work to prevent school exclusions for teenagers: keeping them linked into the system, offering opportunities for life skills and ensuring they have access to activities and support offering inspiration and aspiration
- Identifying points in people's lives to signpost the wider, wrap-around support that is available through other partners
- Help for people to access benefit entitlements, removing worries that can interfere with the nurturing process
- Support with basics that families need, e.g. nappies
- Not reinventing the wheel: creating and supporting hubs such as SureStart
- Teaching positive parenting
- Volunteers to help children with homework
- Remembering that all children have families.

7.3 Eileen thanked the Governors for their input. Another session will be arranged to share what it means to be a Marmot Trust and showcase the work that is ongoing.

ACTION: Governors and Members Office

8. Report from Communications and Engagement Committee

8.1 Felicity Stocker reported, highlighting:

- Commencement of discussions around the Membership and Engagement plan which will run for approximately nine months, looking at all elements of membership.
- The Communication Guidelines for Governors had been reviewed with a single proposed addition:

1.5 Governors may find it helpful to sign up to email newsletters of three local organisations:

- (a) HealthWatch (Borough-based)
- (b) Integrated Care System (North East London or BLMK)
- (c) Council for Voluntary Services (Borough-based)

Please contact the Governors and Members Office should you need support finding contact information.

8.2 The Council

- **RECEIVED and NOTED** the update and
- **APPROVED** the revised Communication Guidelines.

9. Council of Governor Elections Update

9.1 Shared for information.

9.2 The Council **RECEIVED** and **NOTED** the update.

10. Report from Nominations and Conduct Committee

10.1 The Council:

- Noted there is currently a vacancy on the Trust's NomCo following the resignation of Zulfiqar Ali as a Governor and supported the recommendation to hold this vacancy to provide parity on the Joint Nominations Committee in line with its terms of reference as there is also a vacancy on the NELFT NomCo
- Noted the range of training and development provided to Governors during the year and agreed the Trust has provided the appropriate training, development and guidance to Governors to ensure they are equipped with the skills and knowledge to carry out their roles in support of the declaration.
- Considered the proposal to re-establish face to face meeting opportunities whilst building on the learning of the pandemic around the benefits of virtual meetings, agreeing that it is useful for Governors and Board Directors to meet and reconnect. Governors therefore supported the recommendations to:
 - Return to face to face Council meetings from 1 November 2022, except for January meetings which will be online.
 - Holding one summer meeting per year in Bedfordshire and Luton.
 - Arranging a Governor's session with the Chief Nurse to provide assurance on infection control safety and the Trust protocols.
 - Local decisions to be made for Borough and Service Director meeting, taking into account feedback from Governors.
 - Continue to hold virtual Governor development sessions, Governor Open Forums and committee meetings.

The Council noted that a hybrid meeting is not recommended due to difficulties enabling full participation by those online; however, reasonable adjustments will be considered and implemented to support a limited number of Governors who for reason of disability or clinical vulnerability choose to join remotely.

10.2 The Council:

- **RECEIVED and NOTED** the update.
- **RECEIVED** the Training & Development report and **AGREED** the Trust has provided the appropriate training, development and guidance to Governors to ensure they are equipped with the skills and knowledge to carry out their roles in support of the declaration.
- **APPROVED** the proposal for re-establishing face to face meetings.

11. Any Other Urgent Business and Questions from the Public

11.1 None received.

11.2 Date and Time of Next Meetings:

8 September 2022

10 November 2022

19 January 2023

9 March 2023

All meetings will be held from 5:00 – 7:00pm and will be held virtually (unless otherwise advised)

Meeting closed 6.40pm

draft

Appendix 1 – Group Feedback on

“As Governors, what does *Giving Every Child the Best Start in Life* mean to you?”

Maternity services:

working with health visitors & midwives to identify vulnerable families
how can ELFT influence the system so services are joined up - looking beyond our organisational boundaries to have a continuum of care/support

Children and Adolescents:

Offer opportunities to children for outdoor socialising with other children
working to prevent school exclusions & keep them in contact with the system
access to life skills - budgeting, cooking, etc
setting boundaries
availability of community centres with meaningful activities and local engagement; after school clubs etc; often run by other organisations such as Tokko in Luton – can we offer direct support?
giving them opportunities that provide inspiration/aspiration for the future
Important to provide positive messages and build support mechanism around them
Looking after physical health needs, sometimes with specialist services such as eye tests or dental services for children with special needs – can we train current practitioners to be able to offer support?

Parents/Environment

Respite for parents (and don't forget fathers); esp for parents with children with multiple and severe disabilities
Financial support
Counselling sessions on parenting
Supporting parents to nurture and empower their children
Cross-generational projects – children and grandparents, sharing experience and role models
Sure Start type services worked – what can the Trust do to create equivalent?
Emphasis on tackling domestic abuse and violence
Carer support for parents and siblings who look after a disabled/ill child
Clear explanation of transition from CAMHS to adult MH services

System Working

Strengthen public health remit by working with Local Authorities, schools etc
Signposting/handbook with list of supporting organisations

Council of Governors - Action Log following Council Meeting July 2022							
Ref	Meeting Date	Agenda item	Action Point	Owner	Due Date	Status	Comments
185	14/07/2022	Operational Update: Staff Wellbeing	Respond offline on the work around the high cost living allowance for staff in Newham	Tanya Carter	Sep-22	In progress	
186	14/07/2022	Operational Update: Staff Wellbeing	Discuss the QNI offer for community and primary care staff further with Caroline Ogunsola	Tanya Carter	Sep-22	In progress	
187	14/07/2022	Strategic Priority: Giving Every Child the Best Start	Link in with the Police and Crime Commissioner in Bedfordshire & Luton	Sarah Wilson	Sep-22	In progress	Sarah Wilson in touch with Jim Weir
184	12/05/2022	Joint Chair Recruitment Update	Review the time commitment for the candidate, bringing a recommendation to the next Council meeting	NomCo	14/07/2022	Closed	NomCo met - final decisions brought to September Council meeting
181	14/07/2022	Strategic Priority: Giving Every Child the Best Start	Session to be arranged to share what it means to be a Marmot Trust and showcase the work that is ongoing	Governors & Members Office	Sep-22	Forward plan	Had originally been arranged for August 2022; cancelled due to lack of availability of Governors. On Forward Plan as a constant offer for Governors (eg invite to Anchor Function Showcase etc)
173	08/07/2021	Trust Performance Areas	Update to Council on Long Covid provision to be provided	A Hadiyah/J Raphael	08/09/2022	Forward plan	Update to be provided, either at a Council meeting or at a Governor development session
163	10/09/2020	Trauma Informed Approach update	A progress update on work to develop a trauma informed approach to services and training staff around this to be added to Council's Strategic Priorities	Richard Fradgley	08/09/2022	Forward plan	To be considered at Sept 2022 meeting when reviewing the Council's five priorities for 2022-2023
171	11/03/2021	AOB	Question on NED Assurance on Complaints System	Norbert Lieckfeldt	10/11/2022	Forward plan	Request to keep this live for report back in Nov 2022 on QI project on Complaints System at Operational Update
176	08/09/2021	Discharge and Transition	Schedule D&T in Forward Plan	Norbert Lieckfeldt	10/11/2022	Forward plan	Scheduled for Nov 2022
178	03/02/2022	Early Intervention/Prevention	Schedule feedback/update on Early Intervention and Prevention	Richard Fradgley/Angela Bartley	10/11/2022	Forward plan	Scheduled for Nov 2022
180	10/03/2022	Addressing Inequalities in ELFT and our Wider Communities	Provide response to Governor feedback from breakout room questions: Which populations or communities do you think are not thriving? Who do we need to work with to make a difference? What should be our key priorities for next year?	Richard Fradgley	10/11/2022	Forward plan	Update to be provided, either at a Council meeting or at a Governor development session
129	24/01/2019	Quality Accounts	Results of the review into Patient Safety - Serious Incidents to be shared with Council	Paul Gilluley	31/03/2023	Forward plan	Development session to be scheduled with Dr Deborah Dover, newly appointed Director of Patient Safety

In progress
Closed
Forward plan

To: Council of Governors

From: Anit Chandarana, Chair of the Audit Committee
Dr Mohit Venkataram, Director of Commercial Development

Date: 8 September 2022

Subject: Appointment of External Auditors

1. Purpose of the Report

1.1 To request the support of the Council for the proposed tender process for external audit services as of 1 January 2023; and to approve that three Governors be appointed to serve on the external audit panel.

2. Background

2.1 Under the National Health Service Act 2006 all Foundation Trusts (FTs) must have an external auditor in place and it is the responsibility of the Council of Governors (Council) to appoint (or remove) the Trust's external auditors at a general meeting.

2.2 The Trust's constitution (para 2.5.1.9) as well as the FT Code of Governance states that: "the council of governors should take the lead in agreeing with the audit committee the criteria for appointing, re-appointing and removing external auditors".

2.3 The role of an FT external auditor is to:

- provide an independent opinion on the truth and fairness of the Trust's accounts
- provide assurance to the Council that they have been able to satisfy themselves that the FT is using its resources economically, efficiently and effectively.

2.4 The current contract for external audit services was originally due to expire on 31 July 2023. However, the current auditor, BDO Global LLP, has served notice to terminate the contract with effect from 31 December 2022.

2.5 As the Trust is required to have an external auditor in place, a competitive procurement exercise needs to be undertaken at pace to replace this contract.

3. Appointment of the Auditors

3.1 The Trust is now planning the re-tendering of external audit services effective from 1 January 2023 for the full 2022/23 annual accounts. The tender will cover the provision of external audit services, including the audit of the Trust's financial statements and the annual accounts for the charity.

3.2 As mentioned in 2 above, FTs must always have an external auditor in place. This is a legal requirement under the 2006 NHS Act. The auditor must be a member of a licensed firm authorised to carry out audits of local public bodies.

3.3 External auditors for FTs are appointed by the Council of Governors. The Audit Committee supports the Council to determine and deliver the process for the appointment.

3.4 In appointing the external auditor, the Council through the appointment process should ensure that the audit firm and audit engagement leader have an established

and demonstrable standing within the healthcare sector and are able to show a high level of experience and expertise.

- 3.5 The tendering process required when appointing external auditors is potentially a lengthy one and can take between three to six 6 months from seeking interest to starting a new contract. As our current auditors have given notice, we expect to complete the process in four months.
- 3.6 The Audit Committee will run the process, working with a small group of Governors, and ensure that the correct procurement processes are followed as per Trust policy and procurement law. It will, however, be the Council's responsibility to make the final decision based on the information and recommendation from the Audit Committee.
- 3.7 The key stages for appointing the external auditor as laid out in the reference guide produced for FT Governors by NHS England ([Audit and assurance: a guide to governance for providers and commissioners](#)) are as follows:
- A draft timetable (Appendix 1) has been developed working back from the contract award date of 1 January 2023 which provides sufficient time for the pre-tender, tendering and selection processes and fitting within current dates for future Audit Committee and Council meetings
 - The draft specification and criteria are currently being jointly developed by the Interim Chief Finance Officer, the Executive Director of Commercial Development and the Director of Corporate Governance. To achieve the proposed timeline (Appendix 1 below), the specification will be circulated to the Council outside the meeting
 - As set out in the *FT Code of Governance*, the Audit Committee, with the support of the Trust's procurement team, will conduct a formal procurement process to identify the best supplier candidate
 - Presentation by the Audit Committee to the Council detailing the process, results and recommendation
 - Approval by the Council and agreement on length of appointment
 - Audit Committee approve terms of engagement and remuneration.

4.0 Consultation with the Council of Governors and the Audit Committee

- 4.1 To oversee the procurement process, and subject to approval by the Council, it is proposed that an external audit panel should be established with the following membership:
- 3 Governors
 - 2 Non-Executive Directors, 1 of which should be the Chair of the Audit Committee (Anit Chandarana)
 - Executive Director of Commercial Development (Dr Mohit Venkataram)
- 4.2 Non-Governor panel members will be agreed by the Audit Committee. The Council will appoint three Governors to join the panel. It is important that these Governors can commit appropriate time including preparations and a full day to interview prospective auditors (bidder presentations). This will be in addition to any training hours that may also be required.

4.3 Governors will be asked to submit self-nominations for a role on the external audit panel by 15 September 2022. Should nominations exceed vacancies, the Council will hold an electronic ballot to identify successful candidates.

4.4 The Interim Chief Finance Officer would be available to support the panel and provide advice as requested but would not be a “voting member” of the panel as it is important that external audit is independent of the finance function.

The panel would also be supported by specialists from finance and procurement as necessary.

4.5 The panel would review the “tender submissions”, prepare a shortlist and interview shortlisted firms and make a recommendation to the November Audit Committee which in turn will make a recommendation to appoint to the Council of Governors meeting in November. This recommendation to the Council will be presented by the Chair of the Audit Committee, together with Governors serving on the external audit panel contributing

5. Action

5.1 The Council of Governors is asked to:

- **RECEIVE** and **DISCUSS** the report
- **APPROVE** the process of tendering for external audit service for the Trust
- **AGREE** to approve the specification and criteria via email communication
- **APPROVE** the appointment of three Governors to serve on the external audit panel in line with the process described in para 4.

Appendix 1 – Draft Timetable

STAGE	TARGET DATE (Indicative)
Approve process of external auditor appointment at CoG	8 September 2022
Update on re-tender process to Audit Committee	14 September 2022
Deadline, Governor Self-Nominations for external audit panel	15 September 2022
Provision of training to Governors on the external audit selection panel	September 2022
Compile specification and Invitation to Tender (ITT)	15 September 2022
Further competition documents issued via ITT	16 September 2022
Closing date for clarification questions	30 September 2022
Closing date for Trust responses to clarification questions	6 October 2022
Closing date of Bidder Submissions	13 October 2022
Notification to bidders re: presentations (top 3)	20 October 2022
Supplier Presentation	27 October 2022
Final Evaluation and Award Decision	28 October 2022
Recommendation to be approved by CoG	11 November 2022

Suppliers notified of outcome and Voluntary Standstill Period ¹ commences	12 November 2022
Voluntary Standstill Period ends	22 November 2022
Contract awarded	December 2022
Contract Start Date	1 January 2023

¹ The standstill period provides for a short pause between the point when the contract award decision is notified to bidders, and the final contract conclusion, during which time suppliers can challenge the decision. It is a legal requirement imposed by The Public Contracts Regulations 2015.

From: Norbert Lieckfeldt, Corporate Governance Manager

To: Council of Governors

Date: 8 September 2022

Subject: Trustwide/Annual Members Meetings 2022 Update

1. Purpose of the Report

To provide the Council with information about plans for the Trustwide Members and Annual Members Meetings for 2022.

2. Background

As in the previous year, the Trust will be holding these meetings virtually.

The Trustwide Members Meeting is being held from

3:30pm to 5:00pm, Tuesday 11 October 2022

The Annual Members Meeting will again be held separately at a date to be confirmed once the Annual Report and Accounts have been laid before Parliament in line with statutory guidance.

3. Outline of the Trustwide Members Meeting

- The meeting will be chaired by our Acting Chair Eileen Taylor
- In line with our Population Health, Anchor Organisation and Marmot Trust focus, the theme will be *Tackling Inequity*
- This section will be led by Richard Fradgley (Director of Integrated Care and Deputy CEO) and Angela Bartley (Director of Population Health)
- There will be three pre-recorded or animated sections focusing on
 - Service users
 - Staff
 - The wider public
- There will be an update about the new ELFT Charity by Dr Mohit Venkataram (Director of Business Development) and how its work and funding support the Trust in improving health in the wider community (e.g. through funding a gardening project in Newham)
- Finally, Chief Quality Officer Amar Shah will give an update on progress in Year 1 of our new strategy, again with a focus on population health
- The Council of Governor section will highlight the impact of the Council, with a special emphasis on looking at health inequalities (one of the main priority topics chosen by the Council last year)
- The meeting will also feature a high-level financial update by our Interim Chief Finance Officer Sam Gibbens and an overview of the last year by Chief Executive Paul Calaminus, followed by time for Questions and Answers.

All Governors are strongly encouraged to attend to hear the queries and feedback from service users and members.

We would also ask you to spread the word about the meeting amongst family, friends, colleagues etc to join the session. Hard copy of updated versions of the poster in Appendix 1 are available from the Governors and Members Office, as are electronic versions.

4. Action

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

Trustwide Members Meeting

Tuesday 11 October 2022
16:00 - 17:30

Tackling Inequities

Everyone is welcome to join. The meeting will be online.
Scan the QR code to book your place.
Alternatively, email: elft.membership@nhs.net
or call 07971657703 to book your place.



AGENDA

CEO Overview of 2021-2022
Governors Report
Finance Report
News and Highlights
Your Questions

Send your questions in advance to elft.membership@nhs.net



We care
We respect
We are inclusive



East London
NHS Foundation Trust

To: Council of Governors

From: Tina Bixby, Covid-19 Incident Manager and Membership Officer

Date: 8 September 2022

Subject: Council of Governor Elections 2022

1. Purpose of the Report

To provide the Council with an update on the Council of Governors elections for 2022.

2. Background

There are a total of 11 vacancies, nine public and two staff governors, across five constituencies at 31 October 2021:

1. Bedford: one vacancy
2. Central Bedfordshire: three vacancies
3. Newham: three vacancies
4. Staff: two vacancies
5. Tower Hamlets: two vacancies

3. Prospective Governor Workshops

Three sessions were held during July and August (including one Saturday), each session was well attended and included both staff and public Governors: many thanks to Jamu Patel, Suzana Stefanic and Betsy Scott who attended and talked to the group about their experience as a Governor.

4. Nominations

Members of the Trust in the above constituencies (including staff) were either emailed or sent a postcard advising them of the opportunity to nominate themselves to become a Governor. The nomination stage closed on 12 August 2022. The statement of nominated candidates is attached.

Of the eight governors whose terms end at 31 October 2022, two have decided to stand for re-election:

- Suzana Stefanic – Central Bedfordshire
- John Bennett – Tower Hamlets

The following Governors will step down from the Council on 31 October 2022:

- Dawn Allen - Bedford
- Joseph Croft – Staff
- Tee Fabikun - Newham
- Arif Hoque - Tower Hamlets
- Sheila O'Connell - Staff
- Aidan White - Newham

4. Participation

There will be contested elections in all constituencies with vacancies. The number of vacancies vs candidates in each constituency is as follows:

1. Bedford: one vacancy, two candidates
2. Central Bedfordshire three vacancies, five candidates
3. Newham three vacancies, four candidates
4. Staff: two vacancies, eight candidates
5. Tower Hamlets two vacancies, five candidates

5. Timetable

ELECTION STAGE	OPTION 1
Notice of Poll published	Monday, 5 Sep 2022
Voting packs despatched	Tuesday, 6 Sep 2022
Close of election	Thursday, 29 Sep 2022
Declaration of results	Friday, 30 Sep 2022

6. Voting

Members will be either emailed or sent a postal voting pack on 6 September, reminders will be sent to members during the voting window. Voting closes on Thursday 29 September at 17:00.

7. Action

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

Election to the Council of Governors**CLOSE OF NOMINATIONS: 5:00:00 PM ON 12/08/2022**

Further to the deadline for the nominations for the above election, the following valid nominations were received:

Constituency name	Candidate forename	Candidate surname	Political interests	Financial or other interest in the Trust
Public: Bedford Borough	Rosina	Falla-smith	None	None
Public: Bedford Borough	Cassandra	Howes	None	None
Public: Central Bedfordshire	Elizabeth	Birch	None	None
Public: Central Bedfordshire	Bob	Cazley	None	None
Public: Central Bedfordshire	John	Garner	None	None
Public: Central Bedfordshire	Mark	Smith	None	None
Public: Central Bedfordshire	Suzana	Stefanic	None	None
Public: Newham	Bilal	Ahmad	None	None
Public: Newham	Peter	Landman	Labour Party	None
Public: Newham	Stella	Oloyede	None	None
Public: Newham	Sarifa	Patel	None	None
Public: Tower Hamlets	Yesmin	Begum	Labor Party	None
Public: Tower Hamlets	John	Bennett	None	None
Public: Tower Hamlets	Paul	Healy	None	I am a current employee of NHS England
Public: Tower Hamlets	Margaret	Thomas	None	None
Public: Tower Hamlets	Bryn	Williams	Labour and Greens	None
Staff	Samuel	Adusei	None	None
Staff	Love-Jane	Egbe	None	None
Staff	Julian	Elcock	None	Employment service to the trust
Staff	Dupe	Fagbenro	None	None
Staff	Analiza	Fletcher	None	None
Staff	Victor	Megbune	None	None
Staff	Kate	Smith	None	None
Staff	Marie	Young	None	None

The contact address for each of these candidates is C/O The Returning Officer, East London NHS Foundation Trust, Civica Election Services, The Election Centre, 33 Clarendon Road, London, N8 0NW, or email at fnominations@cesvotes.com.

Ciara Hutchinson
Returning Officer
On behalf of East London NHS Foundation Trust

To: Council of Governors
From: Norbert Lieckfeldt, Corporate Governance Manager
Date: 8 September 2022
Subject: Council Committee Membership

1.0 Purpose of the Report

1.1 To update the Council on changes to the membership of the three Council Committees:

- Communications and Engagement Committee
- Nominations and Conduct Committee
- Significant Business and Strategy Committee.

2.0 Background

2.1 The membership of all Council Committees is determined by the Council (reference Council of Governors Standing Orders para 5.1).

2.2 Committee membership ends with the respective Governor's current term of office irrespective of whether they have been re-elected for a further term.

2.3 The nomination process began on Thursday, 25 August 2022 with a deadline for receipt of self-nominations by 1 September 5pm.

2.4 Copies of the Terms of Reference of each Committee have been shared with all Governors twice as part of the nominations process.

3.0 Committee Membership

3.1 Communications and Engagement Committee

- The Communication and Engagement Committee has a core membership of at least six Governors. Four Governors are stepping down as of 31 October 2022, though leaving the minimum membership requirement intact. There are no further restrictions on its membership; all Governors are entitled to attend meetings of the Committee.
- As a result, both nominations for CEC submitted by the deadline of 1 September 5pm (Hazel Thomas and Rachel Williams) were accepted without the need for a vote. As of 1 November, the current Committee's core membership will be:
 - Roshan Ansari, Public Governor Tower Hamlets
 - Caroline Diehl, Public Governor Hackney
 - Mark Dunne, Staff Governor

- Beverley Morris, Public Governor Hackney
- Jamu Patel, Deputy Lead Governor, Public Governor Luton
- Felicity Stocker, Bedford Borough Governor (Chair)
- *Hazel Thomas, Newham Governor*
- *Rachel Williams, Luton Governor*

Names in *italics* indicate new or re-appointed members of the Committee

3.2 Nominations and Conduct Committee

- The Nominations and Conduct Committee has a membership of seven Governors (inc the Lead Governor as ex officio member). In addition, the Trust Chair and Trust Vice Chair are also members of the Committee. Of the seven elected members, two must be public governors, one a staff governor and one an appointed governor. All conditions remain met with the current remaining members so Governors from any constituency (Public, Staff, Appointed) could nominate themselves.
- As of 1 November 2022, the Committee would have two vacancies.
- As a result, both nominations for Nominations and Conduct Committee submitted by the deadline of 1 September 5pm (John Bennett and Hazel Thomas) are accepted without the need for a vote.

The Committee membership as of 1 November 2022 is:

- Mark Lam, Trust Chair (ex officio, Committee Chair) [on sabbatical]
- Eileen Taylor, Acting Chair
- *John Bennett, Public Governor Tower Hamlets*
- Caroline Diehl, Public Governor Hackney
- Mark Dunne, Staff Governor
- Susan Fajana-Thomas, Appointed Governor London Borough of Hackney
- Caroline Ogunsola, Staff Governor (ex officio as Lead Governor)
- Jamu Patel, Deputy Lead Governor, Public Governor Luton
- *Hazel Thomas, Public Governor Newham*

Names in *italics* indicate new or re-appointed members of the Committee

3.3 Significant Business and Strategy Committee

- The Significant Business and Strategy Committee consists of the Deputy Lead Governor (ex officio) and eight Governors with a minimum of one Governor per constituency (public, appointed or staff). All conditions remain met with the current remaining members so Governors from any constituency could nominate themselves.
- As of 1 November 2022, the Committee would have four vacancies

- As a result, both nominations for Nominations and Conduct Committee submitted by the deadline of 1 September 5pm (John Bennett and Rachel Williams) are accepted without the need for a vote.
- A new election process will commence following the Council meeting to fill the remaining two vacancies.
- The current Committee membership as of 1 November 2022 is:
 - *John Bennett, Public Governor Tower Hamlets*
 - Rehana Ameer, Appointed Governor City of London
 - Caroline Diehl, Public Governor Hackney
 - Adam Forman, Public Governor Hackney
 - Caroline Ogunsola, Staff Governor
 - Jamu Patel (ex officio as Deputy Lead Governor)
 - *Rachel Williams, Public Governor Luton*
 - *Plus two vacancies to be filled*

Names in italics indicate new or reappointed members of the Committee

4.0 Action being requested

4.1 The Council is asked to:

- **RECEIVE** and **NOTE** the report
- **RATIFY** the following appointments:

Communications and Engagement Committee	Nominations and Conduct Committee	Significant Business and Strategy Committee
<ul style="list-style-type: none"> • Hazel Thomas • Rachel Williams 	<ul style="list-style-type: none"> • John Bennett • Hazel Thomas 	<ul style="list-style-type: none"> • John Bennett • Rachel Williams

To: Council of Governors
From: Council of Governors Joint Nominations Committee
Author: Cathy Lilley, Director of Corporate Governance
Date: 8 September 2022
Subject: Joint Chair Recruitment

1. Purpose of Report

- 1.1 The purpose of this report is to:
- Update the Council of Governors on the discussions of the Joint Nominations Committee with North East London NHS Foundation Trust (NELFT) to recruit a Joint Chair for both Trusts.
 - Provide recommendations for ratification on a number of decisions as outlined below.

2. Introduction

- 2.1 Under the NHS Act 2006, the Council of Governors (the Council) appoints (and removes) the Chair and Non-Executive Directors (NEDs), and decides their remuneration, allowances and their other terms and conditions of office.
- 2.2 The Council's Nominations & Conduct Committee (NomCo/the Committee) is an established standing committee of the Council and has the delegated responsibility to recommend and enact the recruitment process for the identification and nomination of suitable candidates for Chair and NED vacancies.
- 2.3 NomCo does not have the authority to appoint the Chair/NED as this is the responsibility of the Council as a collective. It will, following the agreed recruitment process, recommend to the Council the appointment of the preferred candidate who fits the criteria that reflects the views of the Board of Directors (Board) as set out in the person specification.
- 2.4 Under its terms of reference, NomCo may use the services of external advisers to facilitate the search of suitable candidates and has the responsibility for reviewing and agreeing this appointment.

3. Background

- 3.1 The Council will recall that a series of discussions and meetings were held during the autumn/winter of 2021 to consider succession planning options following notification that Mark Lam would be stepping down in due course from his role as ELFT Chair following his appointment as Chair of North Middlesex University Hospital NHS Trust.
- 3.2 In deliberations, Governors were mindful that the aim of a recruitment process would be to ensure that the Trust attracts and recruits the best person to lead the organisation within the context within which it is currently operating. Consideration was therefore given to the changing context and in particular a move towards greater collaboration with the introduction of Integrated Care Systems (ICSs) and provider collaboratives. Account was also taken of the Chair vacancy at NELFT and Governors recognised that this unique opportunity did not currently exist with any other provider organisation that the Trust was working with either in North East London (NEL) or Bedfordshire, Luton & Milton Keynes (BLMK) ICSs. In addition using a key lines of enquiry approach, Governors, requested further information and assurance from the Board in order to make an informed decision as to whether to appoint a

single ELFT Chair or a Joint Chair with NELFT.

3.3 At its Extraordinary Meeting on 20 December 2021, the Council approved NomCo's recommendations to proceed with the recruitment process for the appointment of a Joint Chair with NELFT having been assured that:

- This opportunity follows similar approaches across England and reflects wider NHS policy
- The post would be a single post across two separate organisations, each responsible for delivering their own services, but ensuring a strengthened delivery of joint commitments for improving quality of care and efficiency for the population we serve
- Creating the post does not indicate any desire for or proposals for merger between the Trusts. There is no system pressure for a merger between both Trusts and both Boards agree with remaining distinct organisations
- This does not affect ELFT's focus in Bedfordshire and Luton, or our commitment to the Bedfordshire Care Alliance. ELFT is also a Bedfordshire Trust and is, and would continue to be, a significant partner in the development of the new provider collaborative arrangements in Bedfordshire as part of the BLMK ICS area. ELFT's commitment, for example, to building new inpatient facilities in Bedford would remain absolute. Indeed, this role would serve to strengthen the shared voice between ELFT and NELFT in the East of England, where both Trusts provide services
- The focus and test of effectiveness must be about the benefit to patients, and whether these are being delivered
- The people we serve are centrally involved including service users, carers and staff
- Existing partnership arrangements are not weakened and/or dilute our commitment to clinical leadership, quality improvement and people participation as ways of working.

Governors agreed that a Joint Chair would:

- Create a single visible and biggest voice for mental and community health for the populations the Trust serves and in a system that is often dominated by acute hospital trusts
- Provide a strong shared influential leadership voice that enables the building of local connections and further devolution of commissioning into provider collaboratives in both North East London and East of England regions
- Facilitate effective collaboration with local authorities, charities and others in NEL and BLMK, as well as facilitating further expansion of collaborative working to improve access, reduce inequality and variation, and increase sustainability
- Create a focus on addressing needs across what has traditionally been an artificial boundary between ELFT and NELFT in which competition has not benefitted our service users
- Create an opportunity to build on the experiences of both Trusts, harnessing the strengths and sharing innovation and learning for the benefits of the populations both Trusts serve
- Provide a consistent voice for service user, community and staff engagement with clearer sharing of good practice, learning and innovation for the benefit of our populations
- Strengthen the shared values and ways of working that underpin this work and the importance of clinical leadership, quality improvement, and patient participation

In addition, Governors approved:

- The establishment of a Joint Nominations Committee (JNC) comprising of Governor members from both ELFT and NELFT's Nominations Committees

- The delegation of the responsibility for the Joint Chair recruitment process to the Joint Nominations Committee including the appointment of external advisers to assist with the recruitment process.

3.4 The membership of the JNC comprises:

- All Governor members of ELFT and NELFT NomCos as voting members (ELFT Governors on JNC are John Bennett, Caroline Diehl, Mark Dunne, Susan Fajana-Thomas, Caroline Ogunsola and Jamu Patel)
- ELFT and NELFT Senior Independent Directors (SIDS) as non-voting members (Ken Batty and Mark Friend respectively)
- ELFT and NELFT Chief Executives as non-voting members (Paul Calaminus and Jacqui Van Rossum respectively).

Support to the JNC is provided by:

- Cathy Lilley and NELFT's Director of Corporate Affairs, Simon Evans-Evans
- Norbert Lieckfeldt and Renata Bruozyte, NELFT's Deputy Head of Corporate Affairs.

3.5 At its latest meeting on 14 July 2022, the Council received a detailed progress report on the Joint Chair recruitment process from the Senior Independent Director Ken Batty and:

- Noted that although there were no proposed significant changes to the recruitment process, there would be a greater focus on innovative social media activities by both Trusts
- Agreed the revised recruitment timetable with a prospective appointment date of November 2022
- Agreed to re-advertise with a minimum of three days/week time commitment, with necessary additional support being put in place to ensure the effectiveness of the Joint Chair role.
- Supported the proposal there would be no change to the remuneration level of £85,000, split equally between both Trusts.

4. Meeting with Jacqui Smith and Paul Devlin

4.1 Since the Council meeting on 14 July, the JNC has met once on 19 July 2022 following its request to meet with Trust Chairs who have been carrying out the role of Joint Chair/Chair in Common with a time commitment of three days/week to seek assurance that this was feasible, and to find out what governance arrangements have been put in place in support.

4.2 The Committee was joined by Jacqui Smith (Chair in Common, Barts Health and BHRUT NHS Trusts) and Paul Devlin (Chair, Nottinghamshire NHS Foundation Trust; until recently also Chair of Lincolnshire Partnership NHS FT; and Independent Chair of the Joint Chair Interview Panel).

4.3 The Committee noted that:

- Both Chairs were able to carry out their role in three days/week; the limit allowed them to focus on the strategic role of the Chair without encroaching on the role of the CEO and the Executive
- Both Chairs had put governance arrangements in place which supported them in their role, with a particular emphasis on the role of the Vice Chair(s) whilst being clear that the responsibility to provide visible leadership remains that of the Chair
- Both Chairs were able to manage potential conflicts of interest well, with the support and clear guidelines from each of the Trusts
- Both stressed that it is important in the role to understand and embrace the different cultures of each Trusts and where on the journey each of the Trust currently is

- Both Chairs stressed their role was not to be neutral but to be equally enthusiastic about both Trusts

4.4 Following the discussion, the Committee agreed that, whilst they acknowledged there would be some risks involved in the appointment, they had been assured by the conversations with Jacqui Smith and Paul Devlin that the role could be successful within a three-day time commitment. Challenges and opportunities would be explored with candidates at interview and actions could be taken by the two Councils of Governors should the appointed candidate not prove immediately successful. Governors agreed that they would need to be mindful of this and would need to act quickly in the event it became necessary.

4.5 The Committee expressed its appreciation to Jacqui and Paul for giving generously of their time and in particular for their insight and helpful suggestions.

5. Time commitment

5.1 Following the discussion, the Committee **AGREED** that the role would be advertised with the time commitment stated as “a minimum of three days/week”.

6. Remuneration

6.1 Following discussion, the Committee confirmed the previously approved remuneration rate for the role at £85,000 pa will apply, shared equally between both Trusts, noting that the benchmark had been set against the role of Chair in Common of Barts Health and BHRUT and this would establish parity of esteem for mental and community health with acute health.

7. Recruitment Timetable

7.1 The recruitment timetable (below) is an operational document and under constant review, subject to guidance from the recruitment agency, availability of key personnel and other stakeholders. JNC is being kept apprised of any changes to the timetable:

Activity	Date	Lead
Soft search commences	w/c 30 Aug	GatenbySanderson
Post advertised inc ongoing social media programme	5 Sept	GatenbySanderson
Closing date for receipt of applications	3 Oct	
Joint ELFT/NELFT Governors Briefing Session with GatenbySanderson focusing on the recruitment process	6 October 5:00pm	GatenbySanderson, ELFT/NELFT
Longlist meeting	10 Oct	Interview Panel
Preliminary interviews	12/13 Oct	GatenbySanderson
ELFT Governors Briefing Session with Paul Calaminus focusing on the importance of the relationship between the Chair and CEO	13 Oct 5:00pm	ELFT
Shortlist meeting	19 Oct	Interview Panel
Opportunities for candidates to speak with Chairs/CEOs/LGs	tba	ELFT/NELFT
ELFT Governors Briefing Session with Mark Lam focusing on the role of a Chair and the impact of system working	26 Oct 5:00pm	ELFT
Stakeholder sessions with shortlisted candidates	1 Nov	Stakeholders inc Governors
Interviews with shortlisted candidates	3 Nov	Interview Panel
Decision-making meeting	3 Nov	Interview Panel/JNC

ELFT NomCo	7 Nov, 4:30pm	
Extraordinary Council of Governors Meeting	8 Nov, 4:00pm	ELFT

8. Action

- 8.1 The Council is asked to **NOTE** and **DISCUSS** the report.

To: Council of Governors
From: Council of Governors Nominations and Conduct Committee
Author: Norbert Lieckfeldt, Corporate Governance Manager
Date: 8 September 2022
Subject: Reappointment, Ken Batty

1. Purpose of Report

1.1 The purpose of this report is to update the Council of Governors on the recommendation by the Nominations and Conduct Committee to reappointment Ken Batty as Non-Executive Director and Senior Independent Director for up to one year.

2. Introduction

2.1 Under the NHS Act (2006) and the Trust constitution the appointment, reappointment and removal of the NEDs shall be carried out by the Council of Governors (the Council).

2.2 Under its Terms of Reference, the Nominations and Conduct Committee (the Committee) is to make “recommendations to the Council regarding the re-appointment of the NEDs and Trust Chair.”

2.3 While our Constitution states that Non-Executive Directors can be appointed for up to three three-year terms, in line with good practice and NHSE Code of Governance for Foundation Trusts, any appointment after two terms is subject to annual appointment based on a satisfactory annual performance review.

2.4 This is to safeguard the continued independence of the NED from the Trust, and to ensure there is adequate succession planning.

3. Rationale for reappointment

3.1 Ken Batty was originally appointed for a three-year term starting 1 November 2016 and was reappointed for a further three-year term starting on 1 November 2019.

3.2 As Senior Independent Director, Ken has played and is playing a crucial role in the recruitment of the Joint Chair. This process will now be completed after the end of Ken’s current term of office – his reappointment would ensure continuity and maintain support for our Governors.

3.3 Ken is the longest-serving Non-Executive Director on the Board, four of whom are still in their first term, and offers stability and continuity. Ken’s significant experience as a Board member at the Trust will also certainly be beneficial to the new Joint Chair in providing continuity, organisational memory and experience. The reappointment for one year will also provide flexibility for the Joint Chair when reviewing Board balance, experience and knowledge.

3.4 In the 2022 performance review, the Committee noted his wide variety of roles in the Trust:

- Senior Independent Director
- Chair, Appointments and Remuneration Committee
- Chair, Joint Staff Consultative Committee
- Chair, Research Committee
- Chair of Consultant Appointment Panels

- Member, Charity Committee
- Lead NED for people and culture
- Lead NED for research
- Lead NED for complaints
- Link NED with Executive Director of People and Culture

3.5 As well as his contributions and impact:

- Managed to support maintaining productive relationship with the unions
- Quality of candidates for consultant psychiatrists improved; better hiring pipeline and interest
- Maintained strong relationship with Chief People Officer
- Excellent handling of Chair succession process as SID
- Has provided generally good support to the Board as SID
- Overall is a very strong Board member who speaks openly.

3.6 As reported as part of the annual performance review in June 2022, Ken meets the Fit and Proper Persons Requirements and remains independent.

3.7 Ken has also confirmed that he continues to have sufficient time to commit to the role.

4. Recommendation

4.1 The Committee AGREED unanimously by electronic means that:

“The Nominations and Conduct Committee recommends to the Council of Governors the re-appointment of Ken Batty as a Non-Executive Director and Senior Independent Director for a further period of office for up to one year from 1 November 2022 to 31 October 2023 in line with his current terms and conditions of office”.

4.2 The Council is asked to NOTE and APPROVE the recommendation.

Appendix:

Senior Independent Director
Ken Batty

Ken joined the Trust in November 2016 as a Non-Executive Director and was appointed as the Trust's Senior Independent Director with effect from October 2020.

Ken worked for 30 years in the technology sector – at IBM and at Lenovo. At Lenovo he ran the Human Resources service in Europe, Middle East and Africa; and then in Asia Pacific. He currently runs his own company providing HR consultancy to organisations.

Since leaving full-time employment Ken has undertaken several public sector roles. In January 2019 he completed a four-year term as a lay member on The Speakers Committee for the Independent Parliamentary Authority. He is Vice Chair of Governors at Ark Action High School, Vice Chair of the Inner Circle Education Trust, Trustee of DFM Learning (usually called Dr Frost Maths) and Chair of the Mosaic LGBT+ Young Persons' Trust. He is also the Independent Chair of the Nominations Committee at the Royal College of Emergency Medicine.

Ken was one of the founders of the Albert Kennedy Trust, the UK's LGBT Youth Homelessness Charity and is now an Ambassador for the Trust. In 2018 he was listed in the Financial Times as one of the ten most influential LGBT+ people working in the public sector.

Qualifications: BA (Hons) Politics