

**Council of Governors Meeting: Wednesday 22 April 2020**  
**CoG2020.13**

<b>Title</b>	<b>Interim Arrangements for the Council of Governors</b>
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<b>Purpose</b>	For Decision
<b>History</b>	None

## 1. Introduction

This paper provides an update to Governors on the approach to scheduled activities for governors that is proposed for the immediate future and is consistent with the communication to governors from the Trust Chair on Wednesday 15 April.

This approach takes into account developing national guidance which continues to be updated.

The national Annual Accounts timescales have been moved back, with the audited accounts deadline moved from 29 May to 25 June. The deadline for preparation of the Quality Account, including quality priorities, currently remains 30 June as this is specified in the regulations, but NHSI/E have indicated that they intend this to be deferred and have advised that relevant work may be paused.

The Trust's April 2020 Audit Committee has therefore been deferred to May 2020, with an additional meeting to be held in June 2020. NHSE/I and the DHSC are to prepare guidance in due course in relation to the streamlining of the Annual Report requirements. The Trust will continue to update governors in relation to this.

## 2. Interim Arrangements

### Council of Governors

Due to the Trust's current focus on its response to Covid-19, the majority of the standard Council of Governors business that would have taken place at its meeting on 22 April will be deferred. This includes consideration of the Annual Plan for which national deadlines are being revised. All Council of Governors meetings will operate virtually for the immediate future.

At this point in the year the Council would typically consider the recommendation of the Patient Experience, Membership and Quality Committee regarding the selection of the governors quality indicator for audit as part of the Quality Account. Whilst the production of the Quality Account is likely to be deferred until later in the year, the PEMQ Committee had had the opportunity to consider its selection of an indicator for audit at its March meeting. It is therefore proposed that the Council accept the Committee's recommendation that Patient Safety Incidents be selected as the indicator for audit this year. (It is noted that the Committee's first choice was Venous Thromboembolism Assessment but it was subsequently confirmed that this had previously been selected by governors in 2016/17.)

### Council Committees

Given that much other Trust business is being deferred and that governors are being briefed separately on Covid-19, the April meetings of the Patient Experience, Membership and Quality Committee and the Performance, Workforce and Finance Committee have been cancelled. Consideration can be given when the position is clearer to whether meetings can go ahead either face-to-face or virtually in June.

The recruitment to the two new non-executive vacancies that have been created as part of the recent review of the structure of the Board has been deferred. This was on the basis that the current environment is unlikely to enable the level of focus from Trust staff or potential candidates that would allow high quality appointments to be made.

The appraisal of the Trust Chair will proceed virtually but those for non-executive directors will be delayed until later in the year. As a result of these changes the scheduled meeting of the Remuneration, Nominations and Appointments Committee [RNAC] on 20 April was cancelled. In due course a virtual meeting of the RNAC will be arranged at which the Senior Independent Director can feed back to the Committee regarding the appraisal of the Chair.

### Governor Elections

It has been proposed that the governor elections scheduled for summer 2020 be deferred. This is in line with guidance from NHSE/I and is likely to require that we offer an extension of terms of

office to a proportion of governors where they are willing to take on such extended terms. Specific proposals will be developed and communicated in due course and will require a small revision to the Constitution to be approved by both the Council of Governors and the Trust Board.

The wider review of the Constitution led by the Director of Corporate Affairs will continue in parallel and we will contact governors when the initial desktop review is complete, noting that the Covid-19 pandemic has had an impact on the timescales for this work.

### 3. Recommendations

The Council of Governors is asked:

- To **note** that the April meetings of the Patient Experience, Membership and Quality Committee and the Performance, Workforce and Finance Committee will be cancelled;
- To **note** the deferral of recruitment process for two Non-Executive Directors;
- To **note** that the appraisal of the Trust Chair proceeds virtually but that those for non-executive directors will be delayed until later in the year;
- To **approve** the recommendation that the governor elections scheduled for summer 2020 should be deferred; and
- To **approve** the recommendation of the Patient Experience, Membership and Quality Committee that Patient Safety Incidents be selected as the indicator for audit as part of the Quality Account.