

GREAT ORMOND STREET HOSPITAL FOR CHILDREN NHS FOUNDATION TRUST
MEETING OF THE COUNCIL OF GOVERNORS
Thursday 02 February 2023
3:00pm – 5:30pm
HYBRID Charles West Room / By Zoom (details sent in calendar invite)

NO.	ITEM	ATTACHMENT	PRESENTER	TIME
1.	Welcome and introductions	Verbal	Michael Rake, Chair	3.00pm
2.	Apologies for absence	Verbal	Michael Rake, Chair	
3.	Minutes of the meeting held on 09 November 2022	A	Michael Rake, Chair	
4.	Matters Arising and action log	B	Anna Ferrant, Company Secretary	
STRATEGY AND PLANNING				
5.	Governor requested item: Hearing from members of staff –Dhimple Patel, GOSH Nursing Apprentice (Laurence O’Sullivan-Whiting, Workforce Development Lead)	Verbal	Dhimple Patel, GOSH Nursing Apprentice	3.10pm
6.	Children’s Cancer Centre (CCC) Programme Update	C	Gary Beacham, CCC Delivery Director / Daniel Wood CCC Planet Programme Director	3:30pm
7.	Annual Planning Update	D	John Beswick, Chief Finance Officer, John Quinn, Chief Operating Officer	3:45pm
PERFORMANCE and ASSURANCE				
8.	Chief Executive Report including: <ul style="list-style-type: none"> Integrated Quality and Performance Report (Month 9 - December 2022 data) Finance Report (Month 9 - December 2022 data) 	E	Mat Shaw, Chief Executive John Beswick, Chief Finance Officer	3:55pm
9.	Update from the Young People’s Forum (YPF)	F	Rose Dolan, YPF Governors	4:15pm
10.	Reports from Board Assurance Committees <ul style="list-style-type: none"> Quality, Safety and Experience Assurance Committee (January 2023) Audit Committee (January 2023) 	Verbal G	Amanda Ellingworth, Chair of the QSEAC Gautam Dalal, Chair of Audit Committee	4:25pm

	<ul style="list-style-type: none"> • Finance and Investment Committee (January 2023) • People and Education Assurance Committee (December 2022 & January 2023) 	H I	Suzanne Ellis, Chair of Finance and Investment Committee Kathryn Ludlow, Chair of the People and Education Assurance Committee	
GOVERNANCE				
11.	Extension of tenure for Non-Executive Director	J	Michael Rake, Chair	4:40pm
12.	Reappointment of Non-Executive Director	K	Michael Rake, Chair	4:45pm
13.	Governance Update <ul style="list-style-type: none"> • Governors' Sustainability Working Group (January 2023) • Governors activities 	L	Natalie Hennings, Deputy Company Secretary	4:50pm
14.	Update from the Membership Engagement Recruitment and Retention Committee including: <ul style="list-style-type: none"> • Progress against the Membership Strategy • Governor Election update 	M	Paul Balson, Head of Corporate Governance	5:00pm
15.	Chair's Appraisal	N	Amanda Ellingworth, Senior Independent Director	5:10pm
16.	Any Other Business		Michael Rake, Chair	5:20pm
Next Meeting Thursday 20 April 2023: 2:30pm – 5:30pm				

DRAFT MINUTES OF THE COUNCIL OF GOVERNORS MEETING
9th November 2022
Held virtually via videoconference

Sir Michael Rake	Chair
Beverly Bittner-Grassby	Patient and Carer Governors: Parents and Carers from London
Stephanie Nash	
Kamran Ansari	
Lisa Allera	Patient and Carer Governors: Parents and Carers from the Home Counties
Sapna Talreja	
Josh Hardy	Patient and Carer Governors: Patients from Home Counties
Constantinos Panayi	Patient and Carer Governors: Patients from London
Peace Joseph	Public Governors: London
Sara Ayerman	
Hannah Hardy	Public Governors: Home Counties
Eve Brinkley Whittington	
Quen Mok	Staff Governors
Tania Ahmad	
Jacqueline Gordon	
Mark Hayden	
Grace Shaw-Hamilton	Appointed Governor: Young People's Forum
Rose Dolan*	

In attendance:

Amanda Ellingworth	Non-Executive Director
Kathryn Ludlow	Non-Executive Director
Suzanne Ellis	Non-Executive Director
Gautam Dalal	Non-Executive Director
Chris Kennedy	Non-Executive Director
Russell Viner	Non-Executive Director
Matthew Shaw	Chief Executive
Margaret Ashworth	Interim Chief Finance Officer
Caroline Anderson*	Director of HR and OD
Claire Harrison*	Director of Safety Surveillance
Jason Dawson*	Director of Space and Place
Daniel Wood*	Cancer Planet Programme Director
Anna Ferrant	Company Secretary
Natalie Hennings	Deputy Company Secretary
Victoria Goddard	Trust Board Administrator (minutes)

**Denotes a person who was only present for part of the meeting*

56.	Apologies for absence
56.1	Apologies were received from: Jugnoo Rahi, Appointed Governor; Claire Cooper-Jones, Patient and Carer Governor; Olivia Burlacu, Patient Governor; Abbigail Sudharson, Patient Governor; Georgina Townsend-Teague, Patient Governor; Julian Evans, Public Governor; Benjamin Hartley, Staff Governor.
57	Declarations of interest – Register of Governors’ Interests
57.1	Action: The Council noted the register of Governors’ interests and Sir Michael Rake highlighted the importance of Governors making their declarations. He asked all Governors who had not yet declared their interest to do so by the next meeting.
58	Minutes of the meeting held on 07 July 2022
58.1	The Council approved the minutes of the previous meeting.
59	Matters Arising and action log
59.1	The actions taken since the previous meeting were noted.
59.2	Sir Michael Rake said that discussion had taken place in the pre-meet between the Chair and Governors about the anticipated impact of the strike which had been called by members of the Royal College of Nursing (RCN). Matthew Shaw said that although it had been reported in the press that the RCN had voted for strike action, GOSH had not received formal notification of the outcome of the ballot. He said that several services at the Trust were likely to be derogated and therefore would continue in the event of a strike.
59.3	Michael Rake said that Governors had also been keen to understand the action that would be taken to minimise the impact of bad feeling developing between colleagues who chose to walk out and those who didn’t. Caroline Anderson, Director of HR and OD said that the Trust supported the right of staff to lawfully withdraw labour and local leadership would be empowered to manage any resulting tensions between staff. She said that relationships with unions at GOSH were good which allowed productive discussions to continue and would be beneficial when agreeing derogated services however the hospital’s primary responsibility would continue to be the delivery of safe care. Quen Mok, Staff Governor emphasised the impact that a lack of flow through intensive care would have on the hospital as a whole and Matthew Shaw said that activity would be adjusted in the event of strike action.
59.4	Kamran Ansari, Patient and Carer Governor asked whether the resource required to plan for the strike could impact services in the interim and Matthew Shaw said that it was important to prioritise appropriately and ensure that the flow through the hospital was maintained. He said that as the outcome of the ballot had not been formally announced there had not been an opportunity to discuss the nature of the action with the union.

60	Governor requested item: Update on staff welfare, satisfaction and retention
60.1	Caroline Anderson, Director of HR and OD said that the People Planet was a key priority under the Above and Beyond Strategy and was supported by two frameworks: Seen and Heard and Mind, Body and Spirit. This provided a structure for supporting staff and the work had been accelerated by the COVID19 pandemic during which time wellbeing had become an essential theme particularly around staff mental health and engagement. Work had also taken place on diversity and inclusion which had been an area which required considerable focus.
60.2	Citizen's Advice were onsite at the hospital and a hardship fund had been established for staff, supported by the GOSH Charity. Caroline Anderson said that whilst GOSH was part of a national pay award scheme and was not able to increase staff salaries, it was important to support staff to access all opportunities that were available for them. The GOSH Learning Academy had provided good training opportunities to enable staff to progress in their careers.
60.3	Work continued to take place with the staff networks which had become strong advocates in their own areas and were also working together in recognition of the themes which were important to staff and crossed the boundaries of each network.
60.4	The results of the last staff survey showed improvements, particularly in terms of speaking up and there had been an increase in staff who had spoken up. Caroline Anderson said that there was a difficult context for staff both internally and externally and it was anticipated that results for the most recent staff survey which had just closed would deteriorate across the NHS as a whole.
60.5	The Council welcomed the work that was taking place particularly with Citizen's Advice to help staff in accessing support noting the challenging external environment. Discussion took place around the increase in health inequalities because of families struggling with the financial burden of bringing their child to appointments and Matthew Shaw said that discussions were also taking place around families who required support to pay for electricity which powered medical equipment for their children.
61	CQC and the new Single Assessment Framework
61.1	Claire Harrison, Director of Safety Surveillance said that a new Single Assessment Framework would be introduced by the CQC from January 2023 and would focus on quality statements which would replace the Key Lines of Enquiry and would be articulated from the point of view of patients and families. Evidence to support these statements would be gathered through feedback from staff, patients, families, partner organisations and through observation and reviewing processes and outcomes. A clearer scoring framework had been established and an annual cycle of inspection would be introduced with a more continuous system of feedback throughout the year.
61.2	Claire Harrison said that GOSH was moving towards a process of 'being a good hospital every day' rather than focusing on preparing for inspections which staff had fed back was challenging. The Quality and Safety Teams undertook quality

	visits throughout the Trust and a buddy system would be introduced for Executive Directors to work with particular areas throughout the hospital.
61.3	Tania Ahmad, Staff Governor welcomed the move away from preparing for inspections and Matthew Shaw said that the criteria set out by the CQC were fundamental to the safe and effective operation of a high-quality organisation and as such should be areas for focus on an ongoing basis.
61.4	Russell Viner, Non-Executive Director highlighted that the CQC had previously reported that Integrated Care Systems would be inspected and asked what implications this would have for GOSH. Matthew Shaw said that although these inspections were being introduced and pilot inspections had taken place it was not yet clear how GOSH would be involved in the inspection of a system.
61.5	Mark Hayden, Staff Governor welcomed the inclusion of sustainability as part of the inspection process and said that this would set expectations for what Trusts should be achieving going forward. Kamran Ansari asked how Governors could be involved in the process and Claire Harrison said that Governors were likely to be involved during the inspection process and the requirements around 'well led' were particularly important to the Council.
62	Children's Cancer Centre (CCC) Programme Update
62.1	Action: Matthew Shaw noted that a number of Governors had undertaken a walkround of the Trust's existing estate for cancer services and the Children's Cancer Centre footprint and the case for change was clear. He said that the strength of feeling from Governors about the importance of sustainability as part of the development was clear and at the point the building had been commissioned the plans had been BREEAM rated excellent and had since improved to 'outstanding'. There was a balance to be struck between continuing to optimise these areas and ensuring that the building was completed in an efficient timeframe given the substantial inflationary pressures. Jason Dawson, Director of Space and Place said that the GOSH Children's Cancer Centre team had recently received a presentation on sustainability of the programme and said that this would also be presented to the Council of Governors.
62.2	The Trust was working with the London Borough of Camden to present the project to their Planning Committee meeting in December 2023 and daily discussions were taking place to respond to queries and provide the information required. The feedback received had been positive. Comments had also been received from local residents and work had been taking place to respond to these. The Full Business Case (FBC) would be presented to the Board on 1 st February and three chapters had been agreed by the Executive Team for submission to the Board later in November 2023.
62.3	Action: Daniel Wood, Cancer Planet Programme Director noted that previously Governors had requested additional financial information however this was not yet available and a detailed cost analysis was ongoing. He confirmed that once this information was available it would be shared with Governors.
62.4	Peace Joseph, Public Governor said that Governors had previously discussed the contingency that was in place for the development. She highlighted the level of uncertainty in the external environment and said that although the GOSH

	Charity was raising funds, many of these pledges had not yet been received. She asked whether it was possible that the pledges could be withdrawn as a result of the uncertain environment. Daniel Wood said that the GOSH Charity was progressing well with their fundraising efforts which had begun with high value donations from individuals and would be launched to public donations in the new year, beginning with the London Marathon for which GOSH was the 2023 official charity. Sir Michael Rake said that discussion had taken place in the pre meeting about the Trust's shared responsibility on the project with the GOSH Charity. The donor launch event had been an excellent demonstration of the need for the development.
62.5	Peace Joseph asked if delays to the project were likely to impact quality of care and Matthew Shaw said that the key area which had the potential to lead to delays was decant which was extremely complex. Whilst this would not impact patient care it would lead to a delay to demolishing the existing estate and an associated cost per month. Suzanne Ellis, Non-Executive Director said that the Hospital Priorities Steering Group was a joint meeting between the hospital and charity which considered the total funding pledged by the charity to the hospital. A ten-year strategic review of the Charity forecast had also taken place in order to support prioritisation.
62.6	Jacqueline Gordon, Staff Governor said that it was important for staff in the areas which were being decanted to receive as much notice as possible of their decant plans. Matthew Shaw noted the challenges for staff and said that decant was an important process with many complexities.
63	Chief Executive Report
63.1	Matthew Shaw said that further information about the ballot for strike action held by the Royal College of Nursing had been received during the meeting and 70% of members at GOSH had voted with 93% voting for strike action demonstrating clear strength of feeling.
63.2	Activity was high and staff were experiencing the Trust as very busy. Matthew Shaw said that it was important to ensure that a balance was struck between treating the backlog of patients, using assets efficiently and supporting staff wellbeing. Finance had been challenging throughout the year however the Better Value programme was performing well with staff identifying excellent schemes.
63.3	There had been an increase in complaints and PALS contacts and a theme had arisen around transport. Focus had been placed on this area and the number of complaints was reducing. Feedback overall from Friends and Family Test results remained positive.
63.4	Matthew Shaw thanked Margaret Ashworth, Interim CFO for her work during her time at GOSH and noted that John Beswick, substantive Chief Finance Officer would be joining the Trust in December 2022.
63.5	<u>Finance Report (August 2022 data)</u>
63.6	Margaret Ashworth said that International and Private Care (I&PC) had made excellent progress to increase their activity and was working substantially in excess of their usual run rate. It was likely that they would exceed their annual

	activity target. The Trust was currently underspent on capital spend and Chiefs of Service had been asked to develop business cases to ensure that spend remained on track. The Trust was continuing to deliver a deficit and this was impacting on cash however the level remained substantially above the Trust's internal policy of £50million. Work was taking place to ensure that all activity outside of the block contract was identified and invoiced appropriately.
63.7	Peace Joseph said that it was important to use GOSH's voice to highlight the importance of appropriate funding for paediatric services and Sir Michael Rake said that the team continued to work with the system to influence funding as far as possible.
64	Update from the Young People's Forum (YPF)
64.1	Grace Shaw Hamilton, Appointed Governor representing the YPF said that the first in person meeting following the pandemic had taken place and the group had welcomed the opportunity to meet face to face. The meeting had enabled newer members to meet their buddies in person for the first time.
64.2	The forum had elected a new Chair and Vice Chair. Both terms were for one year and the roles contributed to shaping the agenda and organisation on the day.
64.3	Rose Dolan, Appointed Governor representing the YPF said that the YPF podcast had been developed as a result of funding awarded to the play team for digital activities. The podcast had been planned with the support of the team and topics to be covered included mental health, consent, transition to adult services and sustainability. The structure of the podcast, the script and editing were all undertaken by YPF members.
64.4	Grace Shaw Hamilton said that as she had reached the upper age limit for YPF membership she would be stepping down from the group, and as such, must step down as an appointed Governor from the Council. Sir Michael Rake thanked Grace for her work as a Governor and her support of the YPF during her time being involved with GOSH.
65	Reports from Board Assurance Committees
65.1	<u>Quality, Safety and Experience Assurance Committee (November 2022)</u>
65.2	Amanda Ellingworth, Chair of the QSEAC said that GOSH was working to learn from others and learning from reports about other organisations was considered by the Committee and mapped to GOSH's own action plans. An overarching report was developed by the Chief Medical Officer's office and considered learning from throughout the Trust including internal and external reviews.
65.3	A number of external reviews had been commissioned and the committee had welcomed this approach to receiving assurance about the Trust's services.
65.4	The number of complaints received was rising and the committee noted that there had also been an increase in activity. Future reports would express data on complaints as a proportion of activity to support the triangulation of data.

65.5	The Freedom to Speak Up Guardian would be leaving the Trust and the committee had discussed the importance of ensuring that the service was run by a recognised individual whilst ensuring that its success could continue once that person left the post.
65.6	Stephanie Nash, Patient and Carer Governor said that she had observed the meeting and welcomed the discussion about healthcare transition. She said that this had been a challenge at GOSH for a number of years and it was vital to move forward given its importance to patients and families.
65.7	<u>Audit Committee (November 2022)</u>
65.8	Gautam Dalal, Chair of the Audit Committee said that the committee received a formal report confirming that GOSH did not have any contractual relationships with Russia or Belarus in line with current sanctions. Recommendations had been received from the Risk Assurance and Compliance Committee on changes to BAF risk scores and the Committee had agreed to reduce the risk score for BAF risks 2: workforce sustainability and BAF risk 6: research infrastructure. The committee agreed that the risk score for BAF risk 1: financial sustainability would remain unchanged as a result of the complexity and risk associated with the external environment.
65.9	A deep dive had taken place into financial sustainability and the committee had welcomed the paper which had been succinct and led to a nuanced discussion. A progress report from the internal auditors had been received and had provided significant assurance with minor improvement potential for two reports: the People Planet and Patient Safety Alerts.
65.10	<u>Finance and Investment Committee (September 2022)</u>
65.11	Suzanne Ellis, Chair of the Finance and Investment Committee said that the committee had discussed the Children's Cancer Centre, the finance report and integrated performance report as well as the commissioning environment. The committee noted that the level of reporting required from the Trust was increasing.
65.12	Discussion had taken place around capital works and estate compliance and noted that substantial capital expenditure would be required in the area going forward. The plan for this would be available in 2023 and would be considered at the Finance and Investment Committee and Trust Board.
65.13	<u>People and Education Assurance Committee (September 2022)</u>
65.14	Kathryn Ludlow said that an update from the GOSH Learning Academy (GLA) had showed that the team had successfully exceeded its targets in all priority areas and a positive review of the team's output had taken place by the GOSH Charity. As a result, the Charity had agreed to release additional funding for the GLA.
65.15	The focus of the meeting had been health and wellbeing and a number of excellent initiatives were being offered to staff however there were significant challenges from the external environment. Staff survey results did recognise the support that the Trust was providing however pulse survey results were

65.16	deteriorating in line with those of other Trusts. The Trust continued to have good staff retention. Quen Mok expressed some concern about the deterioration of the pulse survey results and asked why this was the case. Kathryn Ludlow said that staff were working very hard in a challenging external environment. Matthew Shaw said that it was important to benchmark these results and consider the support that GOSH could offer which would make an impact.
66	GOSH Chair Recruitment Process
66.1	Sir Michael Rake said that the Chair recruitment process had been discussed in his private meeting with Governors and had been recommended for approval by the Council of Governors' Nominations and Remuneration Committee. Amanda Ellingworth would lead the process in her role as Senior Independent Director and work was taking place to appoint an executive search team to support the process.
66.2	Action: Russell Viner highlighted that the job description did not refer to the integrated care system or the partnerships required in this area. Anna Ferrant, Company Secretary confirmed that this would be made explicit.
66.3	Subject to this amendment the Council approved the Job Description and Person Specification, Terms and Conditions, appointment process and timetable for the Chair recruitment.
67	Review of Constitution and Trust Board Standing Orders
67.1	Anna Ferrant said that Constitution and Governance Working Group had met and made three recommendations to update the constitution: <ul style="list-style-type: none"> • The use of gender neutral pronouns; • Adoption of electronic decision making for the Trust Board and its committees; • Removal of the Standing Orders for the Practice and Procedures of the Trust Board from the Constitution for the purpose of timely decision making.
67.2	The Council approved the changes.
68	Governance Update
68.1	Natalie Hennings, Deputy Company Secretary said that since the last Council meeting the Sustainability Working Group had met and discussed the governance structure and 10 programmes of work. Governors were focused on procurement and how to make a difference in the wider NHS.
68.2	The Constitution and Governance Work Group had reviewed the recommendations from the Council of Governors' effectiveness review and had agreed that all actions were now closed.
68.3	The Trust had received notification that the London Borough of Camden had appointed a Governor following Cllr Alison Kelly's departure and Maisie Stewart

68.4	<p>had stepped down as a Patient Governor. As confirmed earlier in the meeting Grace Shaw Hamilton would also be stepping down as an appointed Governor.</p> <p>Action: Sir Michael Rake said that Governors had discussed a proposal to streamline the process of buddying between Governors and Non-Executive Director and it was agreed that this would be discussed outside the meeting.</p>
69	Update from the Membership Engagement Recruitment and Retention Committee
69.1	Paul Balson, Head of Corporate Governance said that the MERRC had met in October 2022 and had considered the recruitment and retention data for the membership. Discussion had taken place about recruitment activity in the areas where additional members were required such as young people and individuals from a BAME background. Work would also be taking place with staff networks.
69.2	Action: A ‘So You Want To Be A Governor’ session would be taking place on 24 th November 2022 and Governors were asked to contact Paul Balson to join the panel who would be discussing their experience as Governors and answering questions. Nominations for the 2022/23 elections were scheduled to open on 30 th November and 7 seats were subject to election.
69.3	Paul Balson said that there were not currently enough Governor members of the MERRC to fulfil the quorum and proposed that this was updated to “... <i>at least elected governors form any constituency and a representative of the Corporate Affairs Team</i> ”. This was approved .
69.4	Action: Beverly Bittner-Grassby, Lead Governors said that as Governors observed assurance committee meetings by webinar it was not possible to ascertain whether other Governors were on the call. It was agreed that consideration would be given to the way in which this would be possible.
70	Non-Executive Director Appraisals
	<i>Amanda Ellingworth, Chris Kennedy, Kathryn Ludlow, Suzanne Ellis, Guatam Dalal and Russell Viner left the meeting.</i>
70.1	Sir Michael Rake said that appraisals had been undertaken for Amanda Ellingworth, Chris Kennedy, Kathryn Ludlow and Russell Viner and the output of the appraisals had been discussed by the Nominations and Remuneration Committee and recommended for approval. Positive feedback had been received from Governors and Executive Directors and Sir Michael Rake said he felt that the Trust was extremely fortunate to have this group of NEDs. Suzanne Ellis and Gautam Dalal had recently been appointed and were performing well. Sir Michael Rake said that he had held an informal meeting with Suzanne Ellis who was feeling positive about the role and he would do the same with Gautam Dalal.
70.2	Beverly Bittner-Grassby said she felt that NEDs were generous with their time and approachable. Governor feedback had shown that NEDs were aware of the hospital environment and its impact on patients, families and staff.
70.3	The Council approved the outcome of the NED appraisals.

71	Any other business
71.1	Action: Governors requested a staff story at Council meetings in line with the stories received at PEAC. They also requested that the tour of the Sight and Sound building was repeated for Governors who were now able to come to the hospital site and asked that this happened on a Council meeting day.

COUNCIL OF GOVERNORS ACTION CHECKLIST
February 2023

Checklist of outstanding actions from previous meetings

Paragraph Number	Date of Meeting	Issue	Assigned To	Required By	Action Taken
37.3	07/07/22	Work was taking place around health inequalities and to ensure that families were aware of, and able to access, support that was available. The Trust was experiencing an increase in requests for support from patients and families and work would take place to review the access of each scheme; this would be reported to the Council of Governors.	TL	End of November 2022	Complete: A paper on health inequalities will be discussed at the public Trust Board in November 2022. The paper and a summary of the discussion has been sharing with governors on GovernorHub.
44.8	07/07/22	Sir Michael Rake said that it would be important to consider the practicalities of implementing Governors' new role under the ICS and Anna Ferrant, Company Secretary said that she had discussed this with other Company Secretaries from North Central London, and it was agreed that this would be discussed further outside the meeting.	AF, MR	February 2023	Noted: Work is underway to identify opportunities for Governors to discuss their role (within North Central London) under the new Code of Governance and the ICS framework. This action will remain noted and ongoing until a decision has been made when it will be shared with governors.
62.1	09/11/22	Jason Dawson, Director of Space and Place said that the GOSH Children's Cancer Centre team had recently received a presentation from the Lead Architect on sustainability and said that this would also be presented to the Council of Governors.	JD	February 2023	Noted: The CCC Lead Architect has been invited to attend the March 2023 Governors Sustainability Working Group
62.3	09/11/22	Daniel Wood, Cancer Planet Programme Director noted that previously Governors had requested additional financial information however this was not yet available, and a detailed cost analysis was ongoing. He confirmed that once this information was available it would be shared with Governors.	Daniel Wood	TBC	The financial case is under constant review and the Finance and Investment Committee, and Trust Board is in the process of reviewing the cost analysis. The Corporate Affairs Team will work with CCC Team to determine when the information can be shared with the Council.

Attachment B

Paragraph Number	Date of Meeting	Issue	Assigned To	Required By	Action Taken
66.2	09/11/22	Russell Viner highlighted that the Chair job description did not refer to the integrated care system or the partnerships required in this area. Anna Ferrant, Company Secretary confirmed that this would be made explicit.	AF	December 2023	Noted: Actioned and ongoing
68.4	09/11/22	Sir Michael Rake said that Governors had discussed a proposal to streamline the process of buddying between Governors and Non-Executive Director and it was agreed that this would be discussed outside the meeting.	Lead Governor, MR, AF	March 2023	It is proposed that this matter is discussed between the Chair, Lead Governor and Corporate Affairs in March 2023 for reporting at the April 2023 Council meeting (noting there will be new governors joining at that time).
69.2	09/11/22	A 'So You Want To Be A Governor' session would be taking place on 24th November and Governors were asked to contact Paul Balson to join the panel who would be discussing their experience as Governors and answering questions. Nominations for the 2022/23 elections were scheduled to open on 30th November and 7 seats were subject to election.	All Governors	November 2022	Complete: Beverly Eve and Josh joined the session on 14 December 2022
69.4	09/11/22	Beverly Bittner-Grassby, Lead Governors said that as Governors observed assurance committee meetings by webinar it was not possible to ascertain whether other Governors were on the call. It was agreed that consideration would be given to the way in which this would be possible.	NH/VG/PB	February 2023	Complete: GovHub now records who will be attending assurance committees to observe. In addition, all assurance committee Chairs state at the beginning of the meeting who is due to attend and who has attended.
71.1	09/11/22	Governors requested a staff story at Council meetings in line with the stories received at PEAC. They also requested that the tour of the Sight and Sound building was repeated for Governors who were now able to come to the hospital site and asked that this happened on a Council meeting day.	AF	February 2022	Complete: Staff Story added to the February 2023 CoG agenda and Sight and Sound visit being arranged to take place in the morning of the meeting day.

Council of Governors

02 February 2023

Children's Cancer Centre Programme Update

Summary & reason for item:

This report has been produced to provide an update to the Council of Governors on the CCC Programme. The report provides key updates on the following programme areas: -

- Programme Milestones (3-month outlook)
- RIBA 4 Design Development
- Programme Cost
- Town Planning
- CCC Decant and Enabling Programme
- Full Business Case
- Next Steps

Governor action required:

Council of Governors are requested to note the contents of this report.

Report prepared by: Gary Beacham – Delivery Director CCC

Item presented by: Gary Beacham – Delivery Director CCC

Children's Cancer Centre Programme Update

Purpose of the update paper

This paper provides an overview of the CCC Programme. It is a highlight report of the main elements of the CCC Programme.

Some information cannot be provided in writing at this time due to the commercial sensitivities of the stage of the programme. Notably Town Planning and the Programme Cost position.

Contents:

- Programme Milestones (3-month outlook)
- RIBA 4 Design Development
- Programme Cost
- Town Planning
- CCC Decant and Enabling Programme
- Full Business Case
- Next Steps

Programme Milestones (3-month outlook)

CCC Programme Milestone Dates		
Activity	Date	Status
Commencement of RIBA Stage 4	24 October 2022	(Complete)
Complete user engagement (Clinical) sessions. Round 1	December/January 2023	(Complete)
Commence user engagement (Clinical) sessions. Round 2	January 2023	(Complete)
Commence Interface works design package review period	January 2023	(On track)
Planning Committee date	<i>Confidential</i>	<i>Confidential</i>
Commence user engagement (Clinical) sessions. Round 3	February 2023	
Commence design package review period	February 2023	

RIBA 4 Design Development

The RIBA 4 detailed design stage commenced as planned in late October as is currently running on programme. The focus of activity has been clinical user groups, mechanical and electrical workshops and detailed review of all comments logged at the completion of RIBA 3. The design development programme is progressing well.

Programme Cost

The overall cost position on the project remains the same as was reported to the Trust Board and Charity Board in September and October 2022.

Town Planning

Significant work in the period has taken place with London Borough of Camden (LBC) to close out any final queries and to confirm a date to hear the Planning Application for the CCC.

The continued focus of the communications and engagement workstream has been in support of the town planning process, with senior-level communications and meetings held with political and strategic leads in the reporting period. In response to Board-to-Board requests to increase the Public Relations and Public

Affairs communications, [WPI Strategy](#) were appointed and have commenced Public Affairs and media strategy work on behalf of the project and in support of the town planning process.

CCC Decant & Enabling Programme

The CCC Decant and Enabling programme to relocate the clinical services and departments from the Frontage Building and to disconnect and isolate all the building services has a considerable amount of work to deliver this year. A series of projects have commenced over three floors in the Southwood building to create new locations for the Clinical Research Facility, Mildred Creek Unit and supporting offices. The Decant and Enabling programme is expected to deliver savings against its budget. Any saving will be reported to the Programme and Trust Board and will remain within the overall CCC budget position.

CCC Full Business Case

The FBC review has progressed well in the reporting period and is currently going through significant internal review within the organisation targeting internal final approvals in March 2023.

Next Steps

In the weeks and months ahead there will be additional notable workstreams commenced to move into main contract review in preparation for negotiations later in the year. The procurement process will commence in earnest and will help to further inform the contract cost forecast position.

There will be client scrutiny of the proposed construction programme. Advanced works for which the Trust is responsible will begin, such as service diversions required to ready the site for handover to our construction partners.

The CCC project team will continue to evolve as the project moves through the different phases of its life cycle and demands different specialist skills.

-----End-----

Council of Governors

Annual Planning Update

February 2023

Council of Governors' Role

The Council of Governors play a key role in the Trust's Annual Planning process. This is linked to the Trust's activities that are not related to the health service in England.

The Council of Governors shall:

- Express view on these activities
- Express a view on the related income to these activities
- Determine that carrying out these activities will not significantly interfere with the primary purpose of GOSH
- Vote for majority approval should the increase in this income exceed 5% of the Trust total income.



External Landscape – NHS Priorities and Operational Planning

NHSE released its 2023/24 Priorities and Operational Planning Guidance on **23rd December 2022**.

Key Priorities to note, included:

Local Decision Making – The *Health and Care Act*, establishing statutory integrated care systems (ICSs) was signed in law in April 2022, and so, for the first time, the guidance reflects upon new ways of working and the freedom for local decision making.

Recovery – The guidance highlights only those targets necessary to meet the national objectives of recovering core services and productivity – deliver significantly more elective care to tackle the backlog, reducing long waits, and improving performance against diagnostic and cancer waiting times standards.

Deliver Key Ambitions of Long Term Plan – Systems to continue to deliver against the five strategic priorities for tackling health inequalities, which for children includes asthma, diabetes, epilepsy, oral health, and mental health.

Continue to Transform NHS for the Future – To have a robust, reliable workforce outlined in system wide workforce plans, focusing on staff recruitment and retention as well as increasing productivity with more guidance on this to follow. Digital maturity of systems to allow patients to take control of their health.

Joint Forward Plans – Local systems to deliver a five-year rolling joint forward plan at the start of each financial year, which should align to local and national priorities.

Trust's Annual Planning 2023/24

The Trust launched its Annual Planning process in November 2022 and it is currently on track to deliver the Annual Plan at the end of March 2023.

Alongside their activity and budgets, all directorates are putting together a Plan on a Page that outlines their key activities and objectives for the next financial year.

We have asked the directorates to embed the four-cross cutting themes from the new Clinical Strategy within these plans.

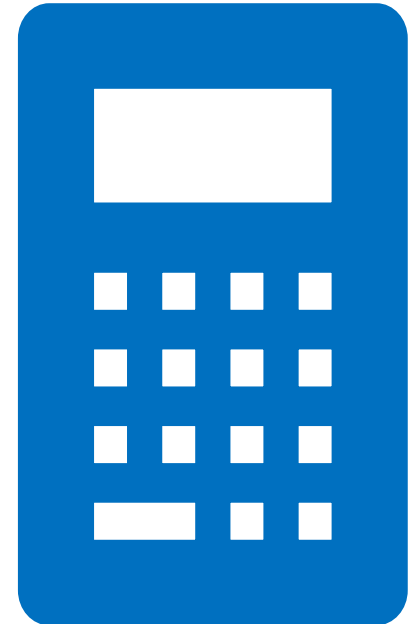
The Clinical Directorates and Corporate Divisions have submitted drafts of their activity plans, budgets, and Plans on a Page.

All of these will be reviewed in a rigorous check and challenge session with the COO and CFO in early February before the system submission deadline on the 16th February 2023.



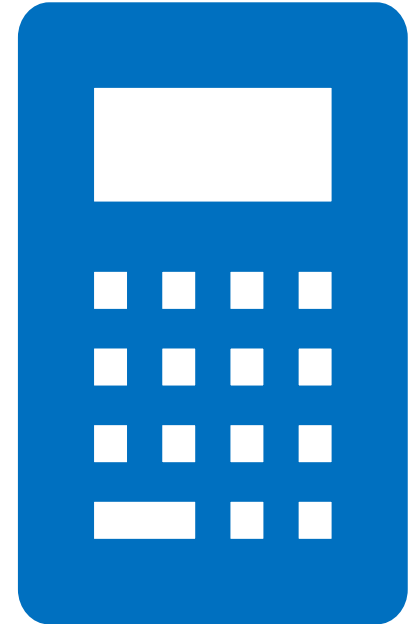
Budget Setting

- NHSE issued financial planning guidance on 23rd December 2022, which has been reviewed to ensure the Trust planning process aligns with it
- NHS funding allocations are expected at the end of January 2023 and these will be reviewed and built into the plan following receipt by the Trust.
- NHSE continues to develop guidance on the financial framework for 2023/24 and this will be taken into consideration through out the budget setting process
- Expenditure setting process is ongoing with the Directorates, in line with activity requirements and includes newly identified cost increases due to inflation (e.g. energy prices)

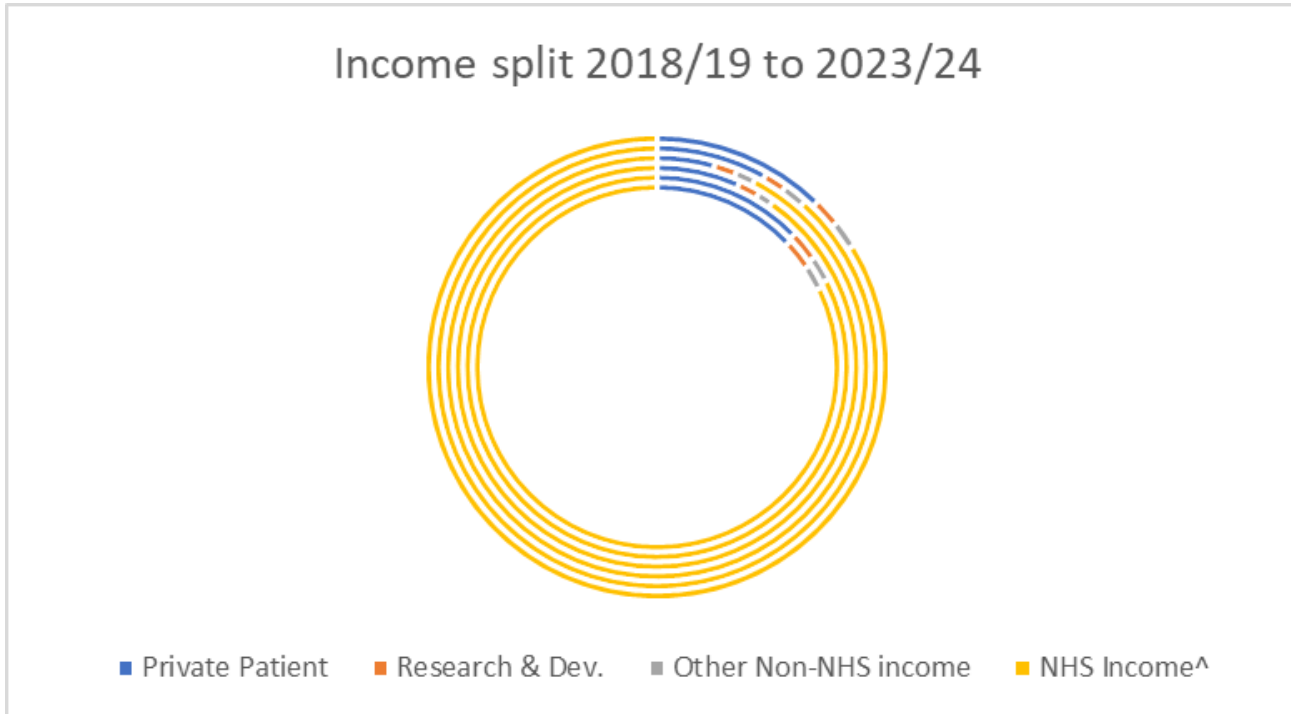


Budget Setting

- The private patient recovery plan continues and the plan for 2023/24 reflects the increased income which returns private patient income to pre covid levels.
- NHS Income guidance is expected at the end of January although some information has been released including reduced levels of Covid-19 funding which will reduce by 87% across NCL
- Work continues with NCL to produce plans that align with the other organisations in the ICB and the NHS Guidance



Commercial Income



The graph has been updated to reflect the 2022/23 forecast and the initial 2023/24 plan.

Non-NHS Income recovery in 2022/23 has been marginally greater, however as a percentage of Income it remains below 5% and a vote is not required. This will be monitored for the remainder of the year.

Private Income plan for 2023/24 is for it to return to pre covid levels. The private income as a percentage of total income is planned to return to 2018/19 levels. The current plans do not require a vote

2018/19 is the centre ring with the outer ring being 2023/24

^ NHS Income is any income where the commissioner is NHS England, an NHS CCG, NHS Trust, Foundation Trust or equivalent (this includes those comparable bodies, in Wales, Scotland and N Ireland), the NIHR*, Health Education England** and public health /social care services commissioned by local authorities

The Future

What the future looks like:

- The information available would indicate flat levels of NHS income with a growth of non-NHS income back towards pre-pandemic levels
- The current financial plan **does not** require a vote as non-NHS income growth will be below 5% in 2023/24. Once the Trust receives the NHS contracts this will be reviewed.
- Continued growth in commercial income but with primary focus on patient benefits across all workstreams whilst ensuring appropriate value exchange for GOSH contribution



Key Next Steps

30th Jan 2023 to 3rd Feb 2023 – Executive Check and Challenge Sessions with Clinical Directorates

6th Feb 2023 to 10th Feb 2023 – Executive Check and Challenge Sessions with Corporate Divisions

16th Feb 2023 – Draft Activity Plan Submission to NCL

Early to Mid March 2023 – Final Annual Plan Paper to go to Ops Board, followed by EMT and FIC

23rd March 2023 – Final Activity Plan Submission to NCL

30th March 2023 – Board signs off Annual Plan, System Plan signs off System Plan





Any Questions?

Council of Governors

02 February 2023

Chief Executive Report

Summary & reason for item

The Chief Executive's report provides the Council with a summary of developments since the last report to Council in November 2022. Governors are encouraged to seek assurance or pursue any points of interest as part of their 'holding the Non-Executive Directors to account' duties.

The report includes:

- Update on the industrial action
- November 2022 Trust Board summary
- Integrated Quality and Performance Report (December 2022 data)
- Finance Report (December 2022 data)
- Wider GOSH news

Appendices

- Integrated Quality and Performance Report (Month 9 - December 2022 data) – see separate pack
- Finance Report (Month 9 - December 2022 data) – see separate pack

Governor action required

Governors are asked to note the report and pursue any points of clarification or interest.

Report prepared by: Paul Balson, Head of Corporate Governance

Report presented by: Matthew Shaw, Chief Executive

1 Planned industrial action update

1.1 Royal College of Nursing (RCN)'s industrial action

The Royal College of Nursing (RCN)'s industrial action on Thursday 15 and Tuesday 20 December 2022 included some nurses at GOSH.

Thanks to the hard work of the operational teams' preparation and dedication of clinical staff meant that the impact was mostly mitigated with increased outpatient appointments and rescheduling of inpatient activity rescheduled. The feedback from the RCN was that our way of working with them was positive and the strike days were conducted amicably.

1.2 The Chartered Society of Physiotherapists planned industrial action

The Chartered Society of Physiotherapy (CSP) announced industrial action to take place on Thursday 26 January. The Trust worked closely with the CSP and our physiotherapy colleagues to both support planned strike action while delivering essential patient care.

The Chief Executive will provide a verbal update at the meeting.

2 November 2023 Trust Board summary

Highlights from the 23 November 2022 meeting not covered elsewhere in the Council are papers are summarised below

Patient Story

- The Board heard from a parent about his 10-year-old daughters' experience of food at GOSH as a patient. Ophelia had initially not been able to eat Trust meals until the launch of a pilot whereby she was able to choose meals on the day. Ophelia was then able to eat, which contributed to her recovery.
- The Trust Board noted the the importance of food on patients' psychological and physical wellbeing and agreed for the pilot scheme be rolled out as business as usual.

Feedback from walkrounds

- Chris Kennedy noted that Mildred Creek Unit staff had been positive about their upcoming decant and had felt engaged in the process.
- Kathryn Ludlow was impressed by the work of the Clinical Site Practitioners on a walkround of the hospital at night.

Learning from deaths report

- The Chief Medical Officer provided details of the patient death review outcomes, both the learning opportunities and areas of good practice.

Directorate presentation: Blood, Cells and Cancer

- The Trust Board received an overview of the Directorate's successes and challenges from the Chief of Service and discussed ways they could be supported.

Other reports

- Guardian of Safe Working report
- Nursing Workforce Assurance Report
- Health Inequality Update

Updates from key meetings

- Received summary reports from the Council of Governors, Audit Committee, Quality, Safety and Experience Assurance Committee, Finance and Investment Committee and People and Education Assurance Committee

3 Accessing Board papers

Public Board papers, including those from the November 2022 meeting can be found here: <https://www.gosh.nhs.uk/about-us/who-we-are/organisational-structure/trust-board/trust-board-meetings/> and on GovHub, for Trust Governors only.

If you would like to observe the Trust Board or have any queries please contact Victoria Goddard, Trust Board Administrator Victoria.Goddard@gosh.nhs.uk.

4 Integrated Quality and Performance Report (December 2022 data)

The Integrated Quality and Performance Report provides a snapshot of hospital performance in key areas/ domains to provide assurance that the Trust’s services are delivering to the level our patients & families, Trust Board, Council of Governors, commissioners, and regulators expect.

As a result of the industrial action in December, activity was reduced to approximately 80% for the 2 weeks of the strikes. This meant a reduction in several measures:

- Referral to Treatment Times (RTT) down 2.3% to 70.9%
- Diagnostic waits down 6.9% to 82.6%
- 52 week waits up 29 to 248

The other key indicators all remained above national averages.

Patient Safety	<p>Overall, quality and safety indicators do not show a significant change during this time as a result of the industrial action.</p> <p>Incidents: Total open incidents reduced from 1523 to 1367.</p> <p>Serious Incidents: There was one new serious incident declared with a final report due on 23 March 2023.</p> <p>Risks: Due to a change in the Trust classification of ‘High risk’ the risks reduced from 64 to 26. This reflects common practice across other NHS organisations and allows more focused management attention.</p>
Patient Experience	<p>Patient Experience remained high with inpatient experience remaining at 98% positive. However, Outpatients dropped slightly in month. This has been part of an overall declining trend since September 2022. The key issues being last minutes changes in appointment and clinicians - largely due to the disruption caused by the strike action.</p>
Well-Led	<p>The vacancy rate for the Trust increased to 7.7% in December (up from 7.1% in November. This remains below the 10% target.</p> <p>Turnover: decreased in December, to 14.%, from 14.3 % in November and was within the Trust target.</p> <p>Statutory & Mandatory training compliance: compliance remained stable at 94% for the second consecutive month with all directorates meeting their targets.</p>
Patient Access	<p>Elective activity continued to be significantly down (at 81%) against 22/23 plan and 19/20 actual. This was driven by a number of factors including bed closures (due to staffing and patient case-mix), day-cases being on inpatient wards, and planning assumptions.</p>

With strikes, Christmas and New Year period, and bed closures this has impacted the delivery of RTT and DM01 waiting time improvements. Continued focus remains on optimising bed capacity and theatres.

5 Finance Report (December 2022 data)

The YTD financial position for the Trust was a £18.5m deficit which was £9.1m adverse to plan. This was driven mainly by delays in the delivery of the Trust Better Value programme, outreach clinics, and commercial income being behind plan.

NHS and other income was £12.5m favourable to plan year to date (YTD) due to increased income for passthrough drugs, long term ventilated patients, Overseas and pay award funding.

International and Private patient income saw an improvement in activity over the last few months leading to a £3.4m favourable position YTD, this is forecasted to continue.

Non-clinical income was also forecasted to improve as contracts are finalised with commercial and NHS bodies.

Pay costs were £15.8m adverse YTD due to additional costs associated with increasing activity, pay award, reducing the waiting lists and delays in the Better Value programme.

Non pay was £5.8m adverse YTD largely due to higher levels of Passthrough Drugs (offset with Income).

The Trust Better value programme was behind plan by £5.1m.

6 Hybrid Big Brief

On Thursday, 12 January, the Trust held the first Big Brief of the year as a hybrid event, with colleagues joining in person in the Lagoon and online.

Mat Shaw and other Executive Directors answered staff questions from the audience and those online. It was great to be holding the Big Briefs in person and seeing staff from across the Trust face to face again.



7 Wider GOSH news

All GOSH news stories can be found here: <https://www.gosh.nhs.uk/news/>. Governors may wish to read the following articles on the website:

Conjoined twins return home for Christmas



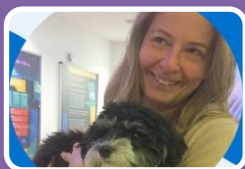
- Conjoined twins Annabelle and Isabelle were successfully separated at Great Ormond Street Hospital (GOSH). The highly complex surgery involved more than 30 people across 18 hours in two separate theatre rooms at GOSH

GOSH patient receives world-first treatment for her 'incurable' T-cell leukaemia



- Alyssa was the first patient to be enrolled onto a new clinical trial to receive genetically modified CAR T-cells edited using new base-editing technology which allows them to hunt down and kill cancerous T-cells without attacking each other.

Professor Isobel Heyman recognised with MBE in New Year's Honours



- Professor Isobel Heyman is an honorary consultant Child and Adolescent Psychiatrist at GOSH
- Professor Heyman founded the first UK specialist clinic for young people with obsessive-compulsive disorder (OCD) and related difficulties.

Council of Governors

02 February 2023

Young People's Forum Update

Summary & reason for item: To provide an update of the activities of the Young People's Forum since the last Members' Council Meeting.

Governor action required: The Council is asked to note the update.

Three key messages to take away from this report are:

- 1) The YPF continues to work with the Caldicott Guardian about data sharing.
- 2) The YPF tested out the new WiFi network.
- 3) The YPF gave advice on recruiting children and young people to Trust membership.

Report prepared by: Amy Sutton, Children and Young People's Participation Officer.

Item presented by: Rose Dolan and/or Kamy Mandhar, Young People's Forum Governors.



YPF activity – October 2022 to December 2022

The Young People's Forum (YPF) is a group of current patients and siblings aged 10-21 who have a strong voice in helping to improve the experiences of GOSH patients. They use their own experiences to guide and support the hospital. There are six meetings a year with ad-hoc involvement opportunities between meetings.

The current total of membership: 69

Examples of YPF member activities since the last report are:

- Several YPF members took part in the PLACE inspection
- YPF members Toby and Amy were the patient representatives during a demo of a new patient bedside system
- Grace D switched on Christmas lights at GOSH main reception

During October 2022 to the end of December 2022, 13 involvement opportunities were shared with the YPF. Examples include: taking part in a patient stakeholder panel with NHS England, patient representative on the CCC entrance working group and discussing the ideal patient bedroom with fellow patients from Sant Joan de Déu Children's Hospital in Barcelona and SickKids Children's Hospital in Toronto as part of the *Hack the Hospital* campaign.

YPF Meetings

YPF meetings took place on 29 October and 10 December.

At the October meeting:

- Caldicott Guardian Sarah Aylett held a follow up session to further explore how GOSH uses and shares data and how patients feel about it.
- Met Charlotte, the Practice Educator for safeguarding to learn about the work of the team YPF also suggested safeguarding topics they would like to explore in future meetings including radicalisation and personal safety.
- After the roll-out of the new wi-fi network YPF tested it out by completing a number of tasks to ensure that that network is better and can fulfil all of their internet needs
- Redevelopment team asked YPF for their help on planning for the temporary main entrance; deciding on what signage will be needed and if it will be easy to find from the major transport routes.

At the December meeting:

- YPF contributed to the Start Well project by NHS North Central London; looking at advantages and disadvantages of creating a centre of expertise of paediatric surgery. They considered what groups might be disadvantaged by the model and how NCL might mitigate these disadvantages
- YPF gave their ideas of how to better advertise trust membership and engage with children and young people. They also contributed to ideas for the annual report and what the content should be
- GOSH Charity have asked consultancy company Cloud Chamber to review the impact of the charity. Cloud Chamber facilitated an initial engagement session with YPF to find out what patients think the charity does. Cloud Chamber has requested to come back to YPF to do some follow up work.



Fig 1: YPF Group photo –
December 2022

Additional YPF Activity:

Recruitment panels

YPF member sat on the interview panel of Head of Play

YPF Governor Election

An election took place during December 2022, with members voting for a new YPF governor to replace Grace. Two members put themselves forward and Kamyra was voted in.

Summary of the Audit Committee Meeting held on 20th January 2023

Matters arising - Timeline for delivery of internal audit actions on sustainability

The Board welcomed the improvements that had been made to the quality of Sustainability Programme Board meetings which were now more action focused. The revised timelines for completing the internal audit actions were noted and it was agreed that sustainability would be considered by the Board on a six-monthly basis.

Trust Board assurance committee updates

The Committee noted updates from the following assurance committee meetings:

- Quality, Safety and Experience Assurance Committee – November 2022
- People and Education Assurance Committee - December 2022
- Finance and Investment Committee – November 2022.

Board Assurance Framework Update

The scoring matrix of the BAF had been updated in line with the risk management policy and as a result there were six high risks. A summary of the actions arising from the Board risk management meeting in December 2022 was presented and the Risk Assurance and Compliance Group would be focusing on these actions at its February meeting. The risk statement for BAF risk 14: Culture had been updated as the previous statement had been very time specific. The Committee recommended the updated statement for approval to the Trust Board on 01 February 2023.

Write offs

Discussion took place about the causes of write offs with other NHS organisations and it was noted that it was often challenging to evidence work that had taken place; this feedback was provided to clinicians. The Committee requested a flow chart of the process.

External Audit 2022/23 Progress update

The interim audit would begin in February 2023 and as in previous years there remained some risk to the audit timetable working towards the year end Audit Committee and Trust Board meetings on 8th June. The Committee agreed that should a delay occur, the accounts would be approved by the Board subject to final approval by the External Audit partner and Audit Committee chair.

Board Assurance Framework Deep Dives:

- BAF Risk 6: Research infrastructure

Discussion took place around the transformation of cancer services and the integration of research in the Children's Cancer Centre and emphasised the importance of developing a cancer strategy. The Committee discussed the use of data as part of research and noted that comprehensive DRIVE business plans were in place to support this work and national conversations were taking place around the value of data. Work was required to move forward with a culture that recognised the co-existence of research and treatment. The Committee emphasised the importance of reducing the barriers to research for clinicians and Allied Health Professionals.

- BAF Risk 8: Business Continuity

A silver command simulation exercise had taken place which enabled the testing of the secondary incident control room. Learning had been identified which was being implemented. The Trust was part of the North

Attachment G

Central London and regional emergency planning networks and buddied with another North London Trust to increase resilience.

Risks were managed on a learning basis and where specific issues were raised, subgroups were established. Business continuity plans were currently 97% compliant.

Update on EPIC

GOSH was using a good level of functionality in the Epic system and benchmarked as the leading user in the UK in terms of functionality. The Trust continued to work to optimise the system. Focus was being placed on using Epic to support the Trust's transformation programme and a clinical lead for transformation would be established. It was noted that although the system collaboration with another NCL Trust had realised the financial benefits, the non-financial benefits would take longer than anticipated to materialise.

Internal Audit Progress Report (December 2022 – January 2023) including Financial Sustainability Audit and recommendations update

The outcome of the Data Protection and Security Toolkit had been positive and GOSH was mostly above the standard of other organisations when benchmarked. The Committee welcomed the progress that had been made in the area. All Trusts had been required by NHS England to carry out an internal audit of NHS financial sustainability and the committee noted the checklist had been completed diligently and the Trust had a good level of control.

Counterfraud Update

The functional standard tracker currently showed 7 green and 7 amber metrics. The Trust had a path to green and the committee noted that it was anticipated that a green submission would be made. It was likely that one metric around declarations of interest would remain amber due to the strict requirements of the NHS Counter Fraud Authority however this would not hinder an overall green rating.

Year End Update

The Committee approved the accounting policies and approach to year end and noted that an update on management judgement of key items such as IFRS16 would be considered at the March meeting.

Update on Claims

The sums paid by NHS Resolution on behalf of the Trust were significantly less in 2021/22 than in the previous financial year. There were an increasing number of claims being brought around potential breaches of the Human Rights Act. There was often a delay in resolution of cases whilst children and young people grew older and their needs were identified so that the value of the claim was clear. This did not impact the workload of the legal team as this was managed externally.

Audit Committee Effectiveness Survey – an update

The Committee agreed that an effectiveness survey of the Audit Committee would not be undertaken in 2022/23 because of recently appointed new NED Committee members. A review of the Terms of Reference would be undertaken to ensure they were aligned with external guidance.

Update on revision to Whistle-blowing process

The whistleblowing process was being reviewed but had been delayed by the resources required around the strikes.

Governor feedback

Governors welcomed the robustness of the conversation during the meeting. Discussion took place around the management of the risks around the staff strikes and the ability of Trusts to influence the resolution of strike discussions with government.

Finance and Investment Committee update

The Finance and Investment Committee (FIC) held a formal meeting on Friday 20 January 2023 as well as an extraordinary meeting on 4 January 2023 to discuss the Trust's approach to submitting its 2022/23 forecast to the Integrated Care Board.

Top issues to take away

Children's Cancer Centre

- Following a review of the rationale and evaluation of the risks, the realigned approval timetable for the Children's Cancer Centre Business Case was approved - the timetable allows time for sufficient review and assurance.
- The Business Case will be reviewed and considered for approval at the 8 March 2023 Board to Board meeting with the Charity. Planning was underway for the other GOSH approvals required in advance of this (e.g. the Council of Governors' approval of a 'Significant' Transaction').
- The Committee reviewed the assumptions that underpinned the revenue costs for the Trust when the CCC opens and a 10 year Business As Usual (BAU) position forecast.
- The Committee discussed options for optimising future activity and income, for example: what the CCC enabled for the Trust's waiting list, International & Private Care, options for the decanted space in the hospital, plus: optimisation of energy and costs.
- This will be returned to as a future topic to understand if the construction of the CCC provides potential flexibility to incorporate any new sustainability technologies identified during the build phase or what the future pipeline of improvements might be.
- Local engagement and work with Camden Council was also discussed as well as the necessary land and funding agreements with the Charity.

Forecast Outturn (FOT) 23/24 submission

- The purpose of the extraordinary meeting on 4 January 2023 was to obtain confirmation that the Non-Executive Directors had reviewed the details of the forecast outturn position for the Trust in line with the NHSE "protocol" guidance.
- The Committee agreed to the basis of the forecast, however, at the 20 January meeting the CFO provided an update on recent discussions with the NCL Finance teams whereby the forecast outturn position for the ICB would be coordinated into the period 10 financial returns. The Trust continues to work towards delivering its financial year 22/23 budget position.

Planning for 2023/24

- Guidance for planning was issued on 23 December 2022 which was being reviewed by the finance and planning teams. Initial reviews strongly pointed to a system wide focus on productivity.

Other items

Impact of strike on activity

Despite productive work with the unions to minimise the impact on Trust activity, the recent strike activity did have an adverse impact. Although there were signs of recovery, it was noted that as strikes continue, it would become increasingly difficult to recover as quickly.

Finance report Month 8

The Trust's year to date financial position was a £16.4m deficit which was £7.1m adverse to plan. This was driven mainly by delays in the delivery of the Trust Better Value programme, outreach clinics, and commercial income being behind plan.

The Trust Better Value programme has identified £15.9m of the £22.8m target and at month 8 had delivered £9.8m of the £14.3m YTD target.

Integrated Performance Report Month 6

Although the Trust's performance in the activity and constitutional standards remained under pressure, there were several positive movements.

The Committee congratulated the Trust for achievement of the cancer performance standards.

Trust focus was on increasing productivity and the Committee requested a deep dive into utilisation at a future meeting of FIC.

Major projects

The Committee noted progress on all major projects at the Trust.

Annual self-assessment of effectiveness

The Committee agreed to pause the planned effectiveness review given recent changes to Committee leadership and participate in the review of how all Assurance Committees conduct effectiveness reviews next year.

Feedback from Governor observers

Two Governors (Public London and Patient London) observed the meeting and provided post-meeting feedback to the Chair and other Non-Executive Directors:

- The questions and areas of probing gave assurance that the hospital was "in safe and capable hands".
- The NEDS were asked how assured they were that the Trust's Better Value (BV) schemes would not have an adverse impact on quality of care or lead to a reduction in scope for the sustainability agenda. The Chair informed the Governors that although QSEAC reviews and monitors better value schemes which provided assurance and oversight on their quality and safety impact; there were no sustainability key performance indicators at present, or a lead assurance committee for their monitoring.
- The NEDS were asked if current contingency plans considered the impact on decanted services if CCC constructions overran. The NEDs informed the Committee that the well-being of decanted services was a priority for them.
- When using the multidirectional camera, some speakers could not be heard. The Chair and Committee facilitator agreed to flag this with speakers and consider other technical solutions.

End

Summary of the People and Education Assurance Committee held on 07 December 2022

The Committee noted the summary from the Quality, Safety and Experience Assurance Committee, Finance and Investment Committee and Audit Committee held in November 2022.

Focus of Meeting

People and Education Assurance Committee meetings now focus on a specific theme. The focus of this meeting was **Culture and Engagement** as part of the People Strategy.

People Strategy Update

The Committee was provided with an update on all areas of the People Strategy. It noted that the majority of activities undertaken over the last quarter had been focused on the upcoming strike action and staff's health and wellbeing. Other areas of progress included the debiasing recruitment programme with the launch of a toolkit. The staff recognition scheme and the 'Thank You' week which launched in September and the consolidation of financial wellbeing support for staff.

The current People Strategy is nearing the end of its third year it will be refreshed over the next quarter. The context for GOSH has changed considerably over the last 3 years and the activities prioritised in the Strategy going forward will reflect this.

The staff survey closed on 30 November 2022, there was a lower response rate to last year which is consistent with the downward trend expected across the whole NHS.

Leadership and Development

The Committee received an overview on the current leadership and management development offering from the GLA with a summary of the evaluation and impact of the programmes. In early 2023 a full review of non-clinical specific leadership programmes will be conducted to understand current needs and challenges and the review's output will feed directly into adjusting existing programmes or the development of new programmes and pathways. The Committee recognised the importance of maximising the impact of the programmes and supporting those participating into becoming leaders of the future.

Future developments of Speaking Up

The Committee was updated on the progress of embedding the new National Speaking Up policy into GOSH's own local policy. It is important that the revised policy makes it clear for staff to understand all the different processes available for speaking up which have sometimes been confused in the past. The finalised policy will be brought to the Committee.

Staff Voice: Union Representatives

The Committee welcomed Nerrine Brown, Brand Secretary for Unison and Medical PA and Christine Pierce, Chair of the Local Negotiating Committee (LNC) and Intensive Care Consultant on the Paediatric Intensive Care Unit.

Nerrine explained she her role as the main link between GOSH and the National Unison Office, she is also Chair of the Staff Partnership Forum. She meets regularly with members and looks at a lot of cases; whilst her roles require a lot of prioritisation, she felt supported by her managers and is given protected time for her Unison role.

In recent weeks Nerrine has been giving a lot of support ahead of the nurse strike action. Whilst the strike is being run by the Royal College of Nursing (RCN), as it is their first national strike Unison have been supporting with the planning and helping staff with their queries.

The Committee also heard how Nerrine led on the insourcing of domestic services and their harmonisation earlier this year. It was a huge project that required GOSH and the Unions to work together very closely and it is ongoing, with HR, the Unions and Estates colleagues meeting regularly.

Christine explained that her role as LNC Chair is to engage with consultants and doctors across the Trust and make sure they know when meetings are taking place and receive the minutes afterwards. Christine felt that engagement has increased as more staff are now interested in aspects such as pensions, retirement and returning and junior doctor locum rates.

With Nerrine and Christine the Committee discussed a number of issues that are impacting on staff such as the cost of parking and hot meals and also recognised that staff morale has decreased due to the difficult circumstances of both the pandemic and now the economic crisis.

Annual report on the relations with staff partners and union representatives

The Committee received a report which detailed the key areas of partnership working with Staff Side and Trade Unions over the last 12 months.

Whistleblowing Update

The Committee heard how a number of issues are being raised as whistleblowing concerns when they are in face related to people management and a breakdown in relationships. This highlighted the importance of ensuring there is a clear definition of Whistleblowing within the revised Freedom to Speak Up policy, so it is clearer for staff.

Update on the Board Assurance Framework (BAF)

A review of all BAF risks had been conducted by the Risk Assurance and Compliance Group (RACG) and the Committee received an update on the four BAF risks over which PEAC has oversight, namely workforce sustainability, service transformation, culture and the GOSH learning academy. The Committee was content for the wording of the revised Culture risk to be presented to the Annual Risk Management meeting for approval. The Committee noted that RACG will consider lowering the risk score for the GOSH Learning Academy following the recent success of securing ongoing funding from the GOSH Charity.

Deep Dive of BAF Risk 2: Workforce Sustainability

Discussion took place on consultant recruitment and whether this had been impacted by BREXIT. The Committee was told that recruitment of EEA Nationals remains possible in principle and the process relatively straightforward.

The Trust continues to look at different options to support the recruitment of International staff, particularly options used in North America and Australia to attract talented individuals in a competitive market ensuring GOSH is able to keep its own identity.

The Trust continues to work on supporting staff through performance reviews and using these as a supportive welfare check. Whilst the Trust has a low vacancy and turnover rate the trust would like to improve their exit questionnaires so they can identify any themes arising from those staff who are leaving.

Workforce Metrics Update

The Trust has six key workforce metrics and in October achieved and exceeded target against four (vacancy, turnover, agency spend and statutory and mandatory training). There was an increase in voluntary turnover in the last quarter. Whilst this is still below target it is the highest since July 2022 and is expected to increase over the next month. Sickness absence remains above target at 3.5% but is considerably lower than the national average. PDRs continue to be below target but almost all directorates are achieving over 80%.

Nursing Workforce Assurance Report

The Committee received and noted the report.

Lone Worker Update

The Committee heard that the Trust has processes in place proactively to manage staff who are lone workers, but the challenge is ensuring that staff are aware of them. The Health and Safety Team is planning to conduct the next Lone Worker Audit in January and February 2023 and it is hoped that there will be improved results from last year's audit. The audit will be presented at the Health and Safety Committee where any actions identified will be monitored.

Internal Audit Update

The Committee received the People Planet Internal Audit and confirmed that it had received an overall assurance rating of 'significant assurance with minor improvement opportunities' which was in line with management expectations. The audit will be used to help inform the refresh of the People Strategy by understanding the areas of good practice and learning from the actions.

PEAC Effectiveness Survey 2022

The Committee received the proposed questions for the annual survey and was asked to feedback any comments. The survey will be issued later this month and the results presented to the Committee at its next meeting,

Council of Governors

02 February 2023

Extension of Tenure for Non-Executive Director

Summary & reason for item:

The purpose of this paper is to consider the extension of tenure for Amanda Ellingworth, Deputy Chair, Senior Independent Director and Non-Executive Director for a further 1 year until 31 December 2024.

The Council Nomination and Remuneration Committee discussed and considered the extension of Amanda Ellingworth's tenure when they met on the 13 January 2023 and supported the recommendation to the Council of Governors for final approval.

Governor action required:

- To approve the extension of Amanda Ellingworth tenure (by 1 year) until 31 December 2024, after which she will step down from the GOSH Trust Board.

Report prepared by: Dr Anna Ferrant, Company Secretary

Item presented by: Sir Mike Rake, Trust Chair

Extension of Tenure for Non-Executive Director

The Council of Governors are responsible for the re/appointments and extensions to Non-Executive Director terms of office. Their decision is supported by the consideration undertaken by the Council Nomination and Remuneration Committee.

Extension to Amanda Ellingworth's Tenure

Amanda Ellingworth was reappointed for her second term of office by the Council of Governors and this term expires on 31 December 2023 when she would have served six years as Non-Executive Director on the GOSH Board. She was also appointed by the Council of Governors as Deputy Chair and Senior Independent Director from 01 October 2022. Under the Trust's Constitution she is eligible, in exceptional circumstances, to serve up to a maximum of nine years in aggregate, with the additional approved period being reviewed by the Council annually.

Amanda Ellingworth is the Deputy Chair and Senior Independent Director and chair of the Quality, Safety and Experience Committee. Amanda is the Trust's Diversity and Inclusion Guardian. She is due to step down from the Board after 6 years of tenure (2 x 3-year terms) on 31 December 2023.

The Council of Governors is asked to consider the timing of Amanda Ellingworth's second term coming to an end in the context of the appointment of a new Trust Chair from October 2023. To ensure continuity, consistency and stability on the Board, retain corporate memory and provide support for the new Trust Chair, it is proposed that Amanda's tenure is extended for a further 1-year period.

The Chair has discussed this matter with Amanda who has agreed that if approved, she would be happy to accept an extension of her tenure for 1 year, stepping down on 31 December 2024.

Amanda has been a Non-Executive Director at GOSH since January 2018. She has over 13 years of non-executive level experience and a background as a senior social worker focusing on children and families. Such an extension poses no conflicts for Amanda, who received a positive appraisal last year (**Appendix 1 – see separate pack**). The extension also meets the requirements of the Trust's Constitution and the Code of Governance (please see below). This proposal ensures continuity and good governance and additionally allows time for the new Trust Chair to gain knowledge and embed into the Trust.

Amanda has declared that she meets the Fit and Proper Person's Test (FPPT) and will act in accordance with the Code of Conduct for Board directors. No issues about Amanda Ellingworth have been raised as a result of annual FPPT checks.

The Council Nomination and Remuneration Committee met on 13 January 2023 to consider the extension to Amanda's tenure. The Committee heard about the work underway looking at succession planning for NEDs and noting in particular the closeness of the Chair (October 2023) and Amanda's terms coming to an end (December 2023). Given the exceptional circumstances of the Chair's term coming to an end two months before the Deputy Chair the Committee felt it is

important for continuity that Amanda's term is extended. As one of our longest serving NEDs, Amanda has a wealth of experience and knowledge that will support the new Chair through their first year.

The Council of Governors responsibilities with regards to non-executive director terms and extensions

With regards the proposed extension, para 1.1.9 of Annex 7 of the Trust Constitution states:

In exceptional circumstances, the Council of Governors may agree that a non-executive Director (or Chair) should serve one or more defined additional periods, up to a maximum of nine years in aggregate. The additional approved periods will be reviewed by the Council annually.

- *Code of Governance*
Chairs or NEDs should not remain in post beyond nine years from the date of their first appointment to the board of directors and any decision to extend a term beyond six years should be subject to rigorous review. To facilitate effective succession planning and the development of a diverse board, this period of nine years can be extended for a limited time, particularly where on appointment a chair was an existing non-executive director. The need for all extensions should be clearly explained and should have been agreed with NHS England. A NED becoming chair after a three-year term as a non-executive director would not trigger a review after three years in post as chair.

Action for Governors: To approve the extension of Amanda Ellingworth tenure (by one year) until 31 December 2024, after which she will step down from the GOSH Trust Board.

The Council of Governors is asked to note that a Board skills, experience and knowledge audit is currently being conducted to inform future NED appointments to the Trust Board and support effective succession planning. The results of the audit will be shared with the Council of Governors when available.

Council of Governors

02 February 2023

Reappointment of Non-Executive Director

Summary & reason for item:

The purpose of this paper is to consider the reappointment of Professor Russell Viner as UCL nominated Non-Executive Director on the GOSH Trust Board for his second, three-year term of office from 01 May 2023 until 30 April 2026.

The Council Nomination and Remuneration Committee discussed and considered the reappointment of Professor Russell Viner when they met on the 13 January 2023 and supported the recommendation to the Council of Governors for final approval.

Governor action required:

- To approve the reappointment of Professor Russell Viner as UCL nominated Non-Executive Director on the GOSH Trust Board for his second, three-year term of office from 01 May 2023 until 30 April 2026.

Report prepared by: Dr Anna Ferrant, Company Secretary

Item presented by: Sir Mike Rake, Trust Chair

Reappointment of Non-Executive Director

The Council of Governors are responsible for the re/appointments and extensions to Non-Executive Director terms of office. Their decision is supported by the consideration undertaken by the Council Nomination and Remuneration Committee.

Reappointment of UCL nominated Non-Executive Director on the GOSH Board

Professor Russell Viner was nominated (following a process) by University College London (UCL) and appointed by the Council of Governors for a three-year term on 01 May 2020. His current term expires on 30 April 2023 and under the Trust's Constitution he is eligible for reappointment for another three years, subject to the support of his reappointment from UCL and approval of the Council of Governors.

Professor Russell Viner was first appointed in May 2020 when the UCL Provost conducted an internal appointment process within UCL. An advert was circulated within UCL. An interview for the candidate was conducted in February 2020 by Professor Lomas and GOSH's Senior Independent Director at that time. Professor Russell Viner was successful at interview and UCL formally nominated him as the UCL appointed Non-Executive Director on the GOSH Trust Board.

With his first term shortly coming to an end, Russell has expressed a wish to be reappointed for a second term. The GOSH Trust Chair has communicated with UCL and the reappointment of Russell for a further three-year term is supported by the GOSH Trust Board.

Russell has brought a wealth of knowledge in his role as Non-Executive Director. He has extensive knowledge and experience and is currently Professor of Adolescent Health at the UCL Institute of Child Health in London, a paediatrician and adolescent physician working with young people with diabetes at University College Hospital and he directs the Department of Health Obesity Policy Research Unit. He was previously President of the Royal College of Paediatrics & Child Health (RCPCH).

Russell has declared that he meets the Fit and Proper Person's Test (FPPT) and will act in accordance with the Code of Conduct for Board directors. No issues about Russell Viner have been raised as a result of annual FPPT checks. Russell Viner received a positive appraisal which was reviewed and approved by the Council in November 2022 and is attached for information (**Appendix 1 – see separate pack**).

The Council Nomination and Remuneration Committee met on 13 January 2023 to consider the reappointment of Russell Viner. The Committee recognised the considerable expertise and knowledge Russell brings as well as his wider background in children's health which is key for our Trust Board. Russell has committed to attending more Council meetings and building his relationship with governors and will be delivering a presentation on research over the coming months.

The Council of Governors responsibilities with regarding the appointment and reappointment of Non-Executive Directors to the Trust Board.

As outlined in Monitor's *"Your Statutory Duties – A reference guide for NHS foundation trust governors"*, the procedure for all reappointments to the Board must be formal, rigorous and

transparent. As part of the process, governors should consider the relevant aspects of the NHS foundation trust's constitution and the *Code of Governance* as outlined below:

- **the requirements of the NHS foundation trust's constitution concerning the number of non-executive directors:**

The Trust Constitution states that the Board is made up of:

- *a non-executive Chair*
- *6 other non-executive directors; and*
- *6 executive directors.*

- **The requirements under the Code of Governance for the appointment and tenure of a NED:**

2.1 The nominations committee or committees of foundation trusts, with external advice as appropriate, are responsible for the identification and nomination of executive and non-executive directors. The nominations committee should give full consideration to succession planning, taking into account the future challenges, for NHS provider trusts risks and opportunities facing the trust, and the skills and expertise required within the board of directors to meet them.

2.12 The governors are responsible at a general meeting for the appointment, reappointment and removal of the chair and other non-executive directors.

2.13 Non-executive directors, including the chair, should be appointed by the council of governors for the specified terms subject to re-appointment thereafter at intervals of no more than three years and subject to the 2006 Act provisions relating to removal of a director.

Action for the Committee: To approve Professor Russell Viner as the UCL nominated Non-Executive Director for another 3-year term of office commencing from 01 May 2023.

The Council of Governors is asked to note that a Board skills, experience and knowledge audit is currently being conducted to inform future NED appointments to the Trust Board and support effective succession planning. The results of the audit will be shared with the Council of Governors when available.

Council of Governors

02 February 2023

Governance update

Summary / reason for item

This paper provides a summary of Council of Governors' related governance activity since the last Council meeting in November 2022.

1. Membership and Annual Report Discussion with the Young Peoples Forum (YPF)

Paul Balson, Head of Corporate Governance attended the Young People's Forum in December 2022 to raise awareness of Membership and contribute ideas for the Trusts annual report.

2. Governors Sustainability Working Group

The Council of Governors is asked to note the discussions held at the last Governors Sustainability Working Group held on 17 January 2023.

3. NHS Providers: Governors Workshop – 30 January 2023

All governors were offered the opportunity to attend the NHS Providers Governor virtual workshops running on 30 January 2023 and 9 February 2023.

4. Governor election campaign

The Governor election campaign is underway, and the ballot is now open.

5. New Young People's Forum (YPF) Appointed Governor

We are pleased to welcome a new Appointed Governor representative from the YPF.

Governor action required

- To note the report and activities since the last Council of Governors meeting.

Report prepared by

Natalie Hennings, Deputy Company Secretary

Item presented by

Natalie Hennings, Deputy Company Secretary

Governance Update

1. Membership and Annual Report Discussion with the Young Peoples Forum (YPF)



The Young People's Forum (YPF) welcomed Paul Balson, Head of Corporate Governance where they discussed the importance of youth membership in the Trust.

Engagingly, the session opened with a quiz about membership. YPF members learnt about the structure of the organisation but, most importantly, about the underrepresentation of young people in foundation trust membership. This sparked a discussion about the best ways to attract such members, with social media (particularly Instagram and TikTok) and behind the scenes insights being the main suggestions. The session closed with a carousel

style session, where members moved around the room, filling mind maps with suggestions for the annual report (more information is available in the Membership Engagement Recruitment and Representation Committee update paper). The YPF were keen to become members and generated plenty of new ideas and Trust membership will be similarly encouraged in the upcoming YPAG meeting.

2. Governors Sustainability Working Group

The Governors Sustainability Working Group was set up in April 2022 following a request from governors and comprises of five governors, Head of Sustainability and Deputy Company Secretary. The aim of the Working Group is to seek assurance that there is a focus placed on sustainability across the Trust so that it is embedded into all areas of the organisation.

At their last meeting on 17th January 2023 the group discussed:

Sustainability Delivery Update: Nick Martin, Head of Sustainability presented the metrics being reported to the Sustainability Programme Board (SPB). Currently the metrics on emissions show the change between 2020/21 baseline and the 2021/22 position for building energy (gas), building energy (electricity) waste, water and sewerage, anaesthetic gases & metered dose inhalers and business travel & NHS fleet. The data shows the biggest differences have been made in anaesthetic gases (~10%) and Business Travel & NHS fleet (~7.7%) partially due to the reduction of Desflurane and the introduction of 4 electric ambulances. The objective is to be able to report emissions to the SPB on a 2 monthly basis.



'Towards a Green 2030' Sustainability Strategy: The group were given an overview of the proposed strategy being presented to the Sustainability Programme Board in February. The strategy includes 5 sustainability priorities areas including reducing emissions, building resilience/adapting to climate change, environmental impacts on health, mobilising our people and finance.

Members talked about the projects supporting the ten programmes of work and heard more about the Sustainability Podcast series which is due to be released in February/March 2023.

Community and Public Realm/Placemaking Programme of Work Update: The Group heard from Magali Thomson, Project Lead for Placemaking who explained that since the first play street event the Trust has recognised the opportunity to consider the possibilities of making Great Ormond Street the most child-friendly street in the world. Although separate from the Children's Cancer Centre (CCC) project it can run in parallel allowing the trust and CCC project teams to look at the effects of climate change on the environment and in particular the impact of green spaces on children's health and wellbeing. The Group were shown some visionary images of what the street could look like in the future and were pleased to hear it has the support of the London Borough of Camden. In the short-term interventions such as the Parklet, Play Street programme and engaging with residents on air quality/greening projects are being undertaken. Members asked about the consideration of green spaces as part of the CCC build and heard about the rooftop garden with sensory and play areas along with beautifully coloured balconies possible in some cases. Some children currently struggle to get to the nearest green space (Queens Square and Coram Fields) and therefore the plan with the healthy hospital street concept is to bring spaces like these to them.

3. NHS Providers: Governors Workshop – 30 January 2023

We were pleased that Peace Joseph, Public Governor from London registered to attend the workshop on the 30 January 2023. At the workshop, governors will have a chance to hear the latest news on the health policy to help their understanding of the issues being faced by provider trusts. They will also hear an update from NHS Providers Governor Support Team and have the opportunity to network with other governors from across the country in virtual breakout sessions.

At the time of writing this report, the workshop has yet to take place, but we would welcome any feedback from Peace on how it went.

4. Governor Election Campaign

The Trust's annual election is underway, and nomination closed on 30 December. Voting recently opened on 24th January and will close on 16th February with the results due to be announced on 17th February and governors will commence their terms from 1st March 2023. More information on the election is provided in update from the Membership Engagement Recruitment and Representation Committee on today's agenda.

5. New Young People's Forum (YPF) Appointed Governor

Following Grace Shaw Hamilton needing to step down from the YPF, an election took place during December 2022, and we are pleased to welcome Kamy Mandhar as the new YPF Appointed Governor.

Council of Governors

02 February 2023

Update from the Membership Engagement Recruitment and Representation Committee (MERRC)

Summary & reason for item:

To summarise the key points arising from the MERRC meeting on 24 January 2023.

MERRC oversees the recruitment and retention of members and supports maximises engagement opportunities for GOSH's members. As part of this work, the Committee reviews and monitors progress against the Membership Strategy and develops engagement approaches alongside the Patient Experience and Communications Teams.

Governor action required

To note the report and raise any matters of interest in discussion.

Report prepared and presented by:

Paul Balson – Head of Corporate Governance

Update from the Membership Engagement Recruitment and Representation Committee (MERRC)

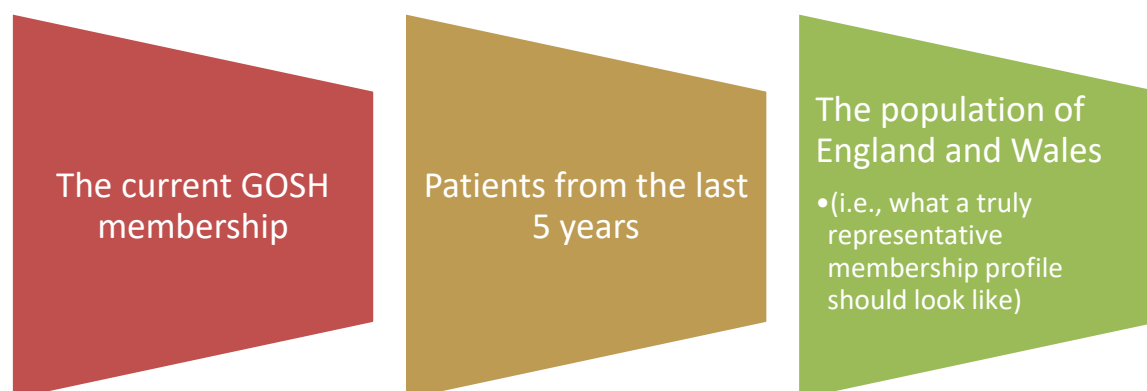
Current membership figures (January 2023)

The table below shows the (active) membership figures from 1 June 2021 to 23 January 2023

	01/06/2021	01/03/2022	01/06/2022	01/10/2022	23/01/2023	
Public	3011	3065	3070	3079	3097	
Patient, Parent and Carer	6999	6713	6714	6728	6768	
TOTAL	10010	9778	9784	9807	9865	

Throughout the nomination phase for the Governor Elections, a number of members cancelled their memberships. Despite this, there was an overall increase of 58 members since the last report and 87 this financial year.

At each meeting, MERRC is provided with a comparison of the current membership's demographics with the wider picture England and Wales. In response to MERRC requests, a report comparing the racial demographics of the following groups was prepared:



Note: In the 'Patients from the last 5 years' dataset there was a disproportionate number of patients recorded as 'Other Ethnic Group'. MERRC requested that the reasons behind this are investigated.

The key findings were:

- The numbers of 'Mixed – Other Mixed' and 'Mixed – White and Asian' matched across all 3 datasets indicating good representation.
- There are notably less members in the following groups (than there should be based on national demographics and patient mix):
 - Asian or Asian British – Pakistani
 - Asian or Asian British – Bangladeshi
 - Black or Black British – Other
- In 'Black or Black British – African', 'Black or Black British – Caribbean' and 'Asian or Asian British – Indian' there were more members than the patient base indicated there might be, but less than the national picture indicated.

Please note: The graphs presented are included in the supplementary pack of the Council papers.

Following discussion, in addition to the standing action of recruiting more members 11-16 years of age, MERRC set the following actions:

Prioritise recruitment of members from

- Asian or Asian British – Pakistani
- Asian or Asian British – Bangladeshi

Investigate cultural barriers to recruitment and engagement in the poorly represented groups

- Ask other NHS organisations in the ICS and other London Foundation Trusts
- Consider the options for targeted recruitment

Progress against the Membership Strategy for 2022-2025

The Committee noted the progress made on the strategy since July 2022:

- A successful ‘So you want to be a Governor’ session for prospective governors
- A ‘How do we engage our children and Young People’ with the YPF.

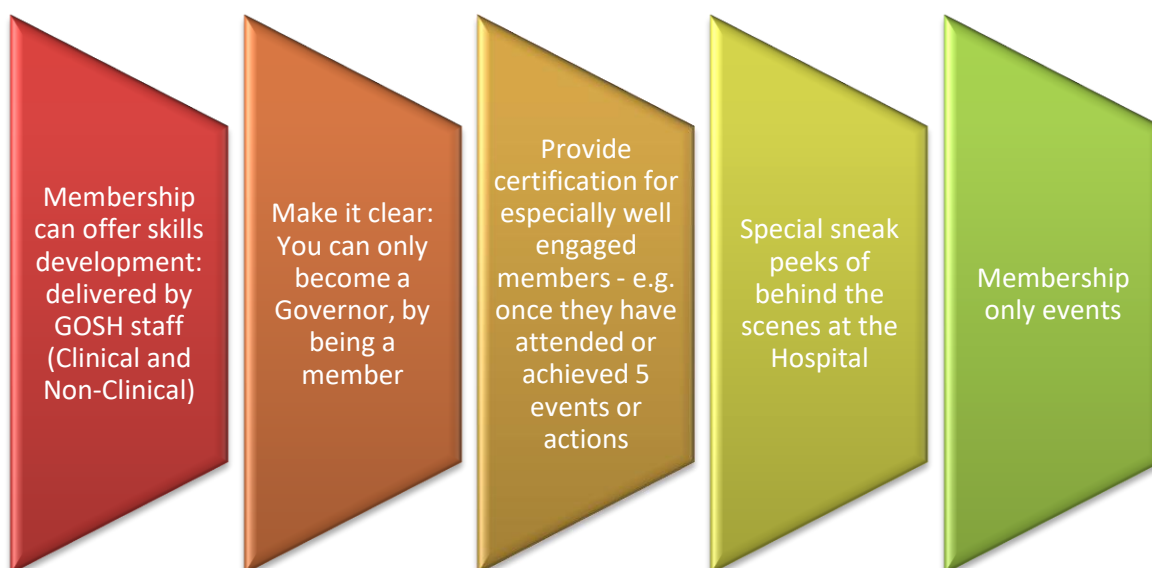
Governor Election 2022 update

The Committee noted that the Council of Governors’ elections were underway and that the voting packs had been dispatched. The next two stages of the election timetable were as follows:

Election Stage	Date
Close of election	Thursday, 16 Feb 2023
Declaration of results	Friday, 17 Feb 2023

‘How do we engage our children and Young People?’ with the YPF

On Saturday 10 December 2022, the Head of Corporate Governance and Rose Dolan, YPF Governor, met with the YPF and facilitated a session to get ideas for recruiting more 11–16-year-olds to the GOSH membership. The ideas endorsed by MERRC and brought up in discussion included:



Next steps

The Corporate Affairs Team will develop these ideas and plan to roll them out following the Governor election.

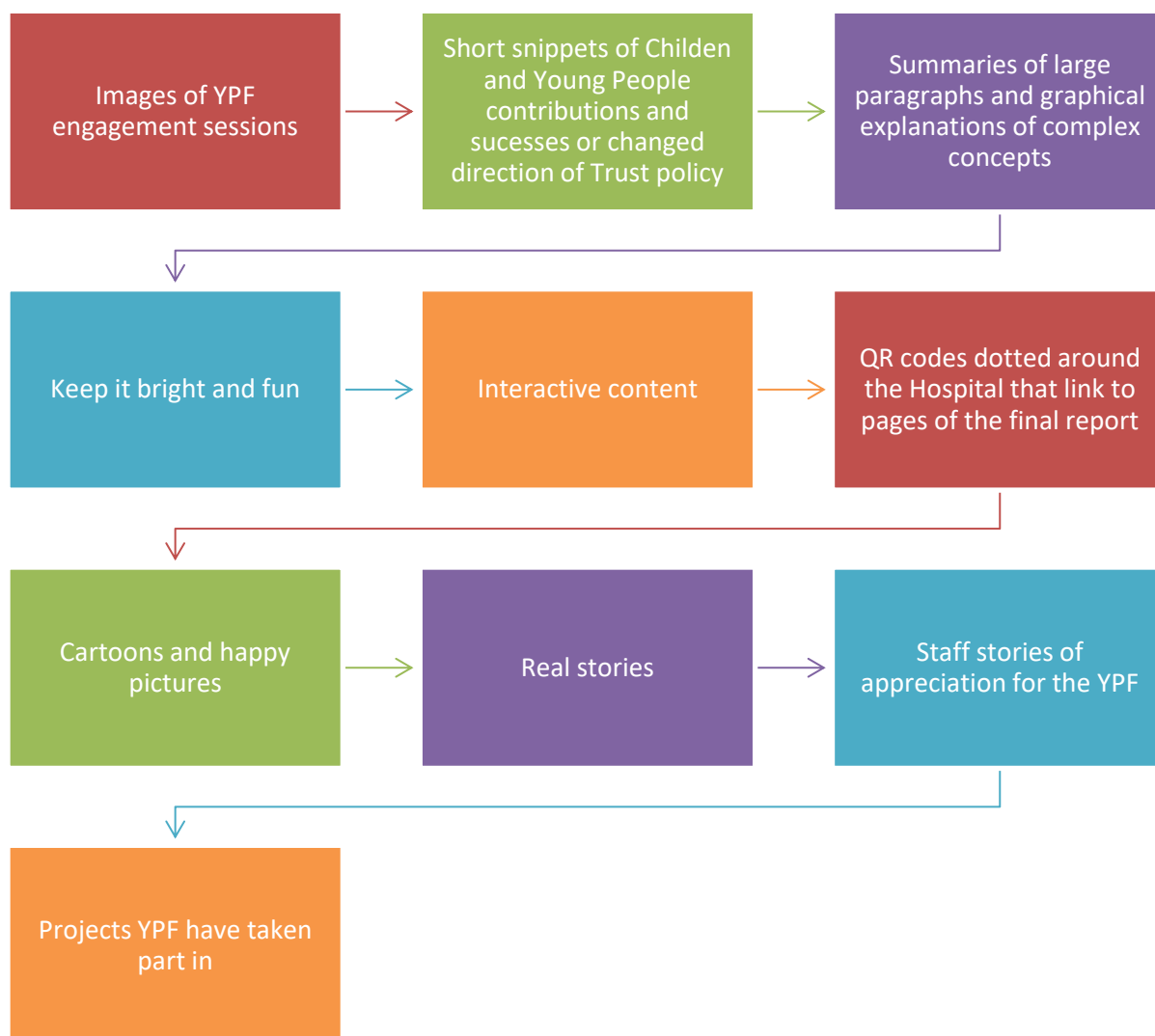
Annual report and accounts

Also at the 6 December 2022 session, the Corporate Affairs Team provided a summary of what the Annual Report and Accounts were and informed them that the theme of the 2022/23 Annual Report and Accounts:

Celebrating our Children and Young People

They were then asked to provide images, suggestions and content they would like to see that would encourage them to pick up the annual report.

Below is a list of some of the YPF ideas endorsed by MERRC and suggested at the meeting:



Next steps

The Corporate Affairs Team will consider these suggestions in the planning round for the annual report and accounts.

Council of Governors

02 February 2023

Appraisal of GOSH Trust Chair

Summary & reason for item:

This purpose of this paper is to provide an update on delivery of the annual appraisal process for the GOSH Chair. Governors will recall that the timetable for the appraisal process in 2022 was received at the July 2022 Council of Governors meeting. The timetable for the Chair's appraisal was extended to allow sufficient time for stakeholder feedback to be received and therefore the appraisal meeting was held in November 2022.

The Chair (and NED) appraisal process remained similar to last year's process except for the governors' feedback pro-forma. This was adapted to make it more relevant to the engagement and communication governors have with non-executive directors and therefore more meaningful to complete.

Oversight and engagement in the Chair and NED appraisal process are one of the ways that Governors hold the NEDs to account in their role.

The Council Nominations and Remuneration Committee has considered the outputs from the Chair's appraisal processes and recommend this for approval by the Council of Governors

Governor action required:

- To consider and approve the output from the Chair's appraisal process.

Presented by: Amanda Ellingworth, Senior Independent Director

Appraisal of GOSH Trust Chair

The GOSH Chair and NED appraisal process is aligned to NHS England and Improvement (NHSE/I) guidance on the appraisal of Chairs in the NHS. The Council of Governors re-approved this process and framework at the July 2022 Council of Governors' meeting.

Below is a summary of the Chair appraisal processes that has been followed:

Overview of Chair appraisal process in September-November 2022

- In November 2022, the Senior Independent Director appraised the GOSH Trust Chair against the appraisal framework criteria and approved Chair framework and competencies (see **Appendix 1 – in separate pack**). This was informed by:
 - Governor feedback:
 - The Lead Governor asked fellow governors to provide informal, anonymous and confidential feedback on the performance of the Chair to inform the appraisal process. The Lead Governor reported the governors' feedback to the Senior Independent Director, via the Corporate Affairs Office.
 - Executive Director feedback:
 - The Executive Directors provided informal, anonymous and confidential feedback via the Company Secretary to the Senior Independent Director about the Chair.
 - Non-Executive Director Feedback
 - The Non-Executive Directors provided informal, anonymous and confidential feedback directly to the Senior Independent Director about the Chair
 - External Partner Feedback

The Chair and SID determined which stakeholder they invited to contribute to the process through the multisource assessment. This year these were sought and received from:

 - Chair of the Trustees, GOSH Children's Charity
 - Chair of UCL Partners

Other stakeholders who were contacted but unable to contribute in the process this year were:

 - Vice Provost (health) University College London
 - NHS England Chair
- An appraisal pro-forma was completed during the appraisal. A summary of the form is included in the Chair's Appraisal summary report at **Appendix 2**.

Agreed objectives that were set for the Chair over the next 12 months are:

1. Increase engagement internally with staff and externally with GOSH stakeholders
2. Engage external partnerships (including UCL and the GOSH Charity) and key influences to support the continued development of the Trust.
3. Ensure a smooth transition with the incoming Chair

The Council Nomination and Remuneration Committee met in January 2023 to consider the output from the Chair's appraisal, receiving feedback from the Senior Independent Director (Amanda Ellingworth) at the meeting. Amanda highlighted the positive feedback from all stakeholders on the Chair's performance and noted how Sir Mike and others had said he wants to be more visible in the hospital now that it's possible and internally engaged. Amanda explained how the Chair will work closely with the Trust Board over the next year to support the transition of the new Chair which also forms one of his objectives.

Next steps

Once the Council of Governors have considered and approved the Chair's Appraisal the Trust is asked to send an electronic copy to NHS Improvement's Chair and Chief Operating Officer for review. NHSI will exercise discretion in seeking further information and/or moderating the appraisal outcomes if such action is deemed to be necessary.

Action for the Council of Governors: To consider and approve the output from the Chair's appraisal process.

Appraisal of the GOSH Chair 2022

Sir Mike Rake, Chair

Appointed on 1 November 2017, tenure expires on 31 October 2023.

Summary of work undertaken and appraisal of Mike Rake, Chair (Appraisal conducted by Amanda Ellingworth, Senior Independent Director – 15 November 2022)

Responsibilities of NED

Chair of the Trust Board

Chair of the Council of Governors

Chair of the Council of Governors' Nominations and Remuneration Committee.

Summary of evidence against objectives

OBJECTIVE 1: Completes the relevant annual declarations and meets all requirements (annual declaration of interests form and raises any potential or actual conflicts at the beginning of a Board/ committee meeting; annual Fit and Proper Person Test declaration and on-going compliance with the regulations; and the annual code of conduct declaration). Has completed all self-assessments (Code of Conduct, FPPT and declarations of interest).

OBJECTIVE 2: Follows up challenges (outside formal meetings when appropriate), to ensure that questions or concerns have been addressed satisfactorily.

- Has leveraged his experience in the private sector / corporate world in the Trust Board and committee discussions on leadership and refreshing the strategy to show direction of travel for the Trust and in working with the wider NHS.
- Has regularly raised matters of significance for patients and carers, seeking assurance of quality of service provided by the hospital.
- Continued to raise feedback received from staff and Governors during relevant Board discussions.
- Driven the escalation of national matters impacting the work of GOSH and child health with external parties in collaboration with other Trusts and external stakeholders.
- Emphasised the importance of continuing to update external stakeholders
- Continued to focus on culture and expected behaviour at GOSH.
- Highlighted the importance of prioritising outcomes for children and young people when considering the configuration of local, regional and national services going forward.
- Emphasised the importance of openness, transparency and candour and focusing on learning when issues arise. Has also emphasised the importance on learning from other organisations.
- Continued to highlight the importance of escalating matters internally at an early stage and taking decisions in appropriate timeframes.
- Driven a focus on commercialisation emphasising the importance of appropriate and robust governance and learning from previous engagements of this kind.
- Highlighted the importance of GOSH continuing to carry out innovative and creative work within networks in line with the core purpose of the Trust.

- Continued to reiterate the priorities of quality and safety as part of the Better Value programme and a focus on efficiency.
- Emphasised the importance of GOSH’s relationship with its key stakeholders including the GOSH Children’s Charity and the GOS UCL Institute of Child Health.
- Raised the importance of good quality apprenticeship programmes to drive quality and diversity of appointments particularly in areas where there was a shortage of skills.

OBJECTIVE 3: Undertakes all relevant statutory and mandatory training in accordance with relevant timescales. Three modules under completion.

OBJECTIVE 4: Regular attendance at Board and Board committee meetings and participation in a broad range of topics throughout the year (October 2021 – September 2022).

Trust Board	Trust Board Nominations Committee	Council of Governors’ Nominations and Remuneration Committee
7 meetings attended of 7 held	1 meeting held in year	4 meetings attended of 5 held

Sir Mike has attended and chaired 3 out of 4 Council of Governor meetings between October 2021 and September 2022.

OBJECTIVE 5: Attends external events and/or hospital visits and /or meetings with executives and Council meetings during the year to gather information and inform viewpoints

- Weekly telephone calls with the Chief Executive
- Attended the fundraising launch for the Children’s Cancer Centre
- Met with Chiefs of Service as part of the Chiefs Development Programme module on Governance
- Took part in ‘Zoomarounds’ and walkrounds throughout the year
- Continued to meet and correspond with the Lead Governor on key matters
- Met with senior individuals at GOSH’s partner organisations to further relationships and support the Trust’s commercial activity.

OBJECTIVE 6: Has reviewed the effectiveness of the Board/Council and received reasonable feedback.

General feedback received from external Well Led Review July 2021: *The leadership of GOSH has brought the organisation through a profound and significant period of improvement at all levels and across the whole Trust. The calibre of the leaders is generally high and everyone we spoke to had praise for how leaders have shaped an organisation that is much improved from what it was a few years ago.*

Relationships between staff representatives and the Chair and Trust Executives are excellent.

OBJECTIVE 7: Are courteous to and supportive of other Board members.

Yes – demonstrated commitment to implementing the Trust’s values

OBJECTIVE 8: Actively engages with the Council of Governors

Yes. Has attended all Council of Governor meetings and held pre meetings with Governors prior to every formal Governor meeting.

Feedback in Well Led Report 2021: *The relationship with the Governors has improved over recent years with this now being seen to work well with transparency and sound feedback loops. There are improved relationships with the Chair and CEO, who are perceived as listening to the Governors.*

Performance against the competencies

Summary of significant emergent themes from stakeholder assessments:

Mike is a strong leader; he is a present and active Chair of the Trust Board and Council of Governors. He is highly experienced and brings his commercial and financial knowledge to the role. He is extremely effective and can judge what is right and wrong and act accordingly.

Mike has extensive networks across many sectors, and this has been extremely helpful when considering and planning key issues.

Mike is competent and conducts himself professionally. He listens to the views and voices in the room and ensures everyone's opinion is valued and heard. He understands the organisation very well and speaks with a lot of compassion. Mike is a great role model for GOSH.

Highlighted areas of strength:

Mike is very caring and passionately committed to patients and staff. He has advocated hearing the patient story at Trust Board and when required, he takes the time to meet with executive colleagues which he has used to gather overall context of situations.

Mike is very good at drawing out comments from everyone involved, ensuring that all voices are heard, and analysing and asking appropriate questions. He is fair, clear, and thoughtful. He understands the issues involved and takes time to listen and respond to questions.

Mike listens to the opinions of others and ensures a culture of collaboration is maintained between all stakeholders and manages this collaboration.

External stakeholders felt Mike, with the Chief Executive, has led the hospitals' increased collaborative and cooperative model of working in the NHS system.

Mike is well respected by his non-executive director colleagues, who feel blessed to have him as their Chair. He is supportive to colleagues individually and has a sensible, measured, inclusive and relaxed approach.

Mike has continued to build and strengthen relationships with the GOSH Charity and this has been appreciated by colleagues.

Governors strongly agreed that Mike is competent in the appraisal categories of strategy, partnerships, people, professional acumen and being outcomes focused.

Mike is very approachable and makes things easy for governors to understand. He is also very good at bringing different teams together to maximise the impact we have together.

Identified opportunities to increase impact and effectiveness:

Mike's last three-year term has seen him lead the Trust Board through the pandemic; this has obviously meant less visibility at the Trust. Colleagues welcomed more time with Mike now meetings are being held in person and felt this would strengthen relationships even more between NEDs and executives and enable greater in-person interaction.

Executive colleagues asked whether they could take the opportunity to learn from Mike's breadth of experience and have dedicated one to one time with him over the forthcoming months. They are keen for Mike to consider adopting a coaching style with colleagues to support their development.

Colleagues were keen to further explore the working relationships and influences the Chair has in the external environment and how these relationships could benefit the Trust over the next 12 months.

Continue to challenge NEDs in order to strive for continued excellence throughout GOSH and work with colleagues to support identifying more ways of engaging staff especially around key opinions or concerns to ensure they are communicated effectively.

Ensure continued focus on sustainability throughout the Trust and support NEDs focus on seeking assurance through their committees.

To support transition of the new Chair into the Trust.

Identification of objectives for next 12 months:

1. Increase engagement internally with staff and externally with GOSH stakeholders
2. Engage external partnerships (including UCL and the GOSH Charity) and key influences to support the continued development of the Trust.
3. Ensure a smooth transition with the incoming Chair.