

MINUTES OF An EXTRAORDINARY MEETING OF THE COUNCIL OF GOVERNORS HELD ON

8 July 2024, 10:15:00AM MICROSOFT TEAMS

Members Present:

Liam Coleman (LC)	Trust Chair
Chris Callow (ChC)	Lead Governor, Public Governor, Wiltshire Central & Southern
Pauline Cooke (PC)	Public Governor, Wiltshire Northern
Leah Palmer (LP)	Appointed Governor, New College
Lesley Hemingway (LH)	Public Governor, Swindon Constituency
Emma Wiltshire (EW)	Staff Governor, Nursing & Therapy
Judith Furse (JF)	Public Governor Swindon Constituency
Ray Ballman (RB)	Appointed Governor, Swindon Borough Council
Chris Shepherd (CS)	Staff Governor, Administrators, Maintenance, Auxiliary & Volunteers
Tony Pickworth (TP)	Staff Governor, Doctors & Dentists
Natalie Titcombe (NT)	Deputy Lead Governor, Public Governor, Swindon Constituency

Also, in attendance

Julian Duxfield (JD)	Non-Executive Director
Stephen Haig (SH)	Acting Chief Medical Officer
Lisa Cheek (LCh)	Chief Nurse
Sharon Scott (SS)	Corporate Governance Assistant
Caroline Coles (CC)	Company Secretary
Claire Thompson (CTh)	Chief Improvement & Partnerships Officer
Jude Gray (JG)	Chief People Officer
Simon Wade (SW)	Chief Finance Officer

Apologies

Helen Spice (HS)	Non-Executive Director
Faried Chopdat (FC)	Non-Executive Director
Lizzie Abderrahim (LA)	Non-Executive Director
Dr Claire Lehman (CL)	Associate Non-Executive Director
Rommel Ramanan (RR)	Associate Non-Executive Director
Jon Westbrook (JW)	Acting Chief Executive Officer
Ashish Channawar (AC)	Public Governor, Swindon Constituency
Claudia Paoloni (CP)	Non-Executive Director
Raana Bodran(RB)	Public Governor, Swindon Constituency
Felicity Taylor-Drewe (FTD)	Chief Operating Officer
Bernie Morley (BM)	Non-Executive Director
Vivien Coppen (VC)	Public Governor, Swindon Constituency
William Smart (WS)	Non-Executive Director

Confidential Matters NOT Open to the Public and Press

Minute	Description	Action
15/24	Welcome and apologies for absence The Chair welcomed all to the Extraordinary Great Western Hospitals NHS FT Council of Governors meeting and noted the apologies above.	
16/24	Declarations of Interest There were no declaration of interests.	

17/24 Case for Change

The Council of Governors received and considered the Case for Change report dated May 2024. The report outlined proposals for collaborative opportunities and future leadership and governance arrangements between Great Western Hospitals NHS FT, Royal United Hospitals Bath NHS FT and Salisbury NHS FT.

It was noted that the proposed change to the leadership model did not change governors' statutory duties. However, the approach to Council of Governors' decision-making had changed as part of national change (*National Health Service Act 2006 and amended by the Health and Social Care Act 2012*) in that they were required to support collaboration between organisations and may be expected to consent to decisions that benefited the broader public interest (*'The Addendum to your statutory duties' October 2022 - reported to COG February 2023*). The case for change was not considered a 'significant transaction' as per the Trust's Constitution and national guidance.

Alongside the Chair, the Chief Medical Officer and Chief Financial Officer provided an overview.

NT raised the concern about how the three governor groups would feed into the new proposed structure and how they would maintain a direct input into what was happening. LC responded that the governor groups for each site would remain the same but that interaction cross groups would require further consideration and may need amendment to accommodate leadership changes. LC would raise this point with the other trust chairs.

Action : Trust Chair

JF asked what it meant for patients in practise, for example would it change access of care. LC advised that access to care would remain the same but improvement driving from developed structures should improve access and delivery. These changes were about a more 'joined-up' way of delivering health services to better suite local needs and how the joint resources would be used.

TP highlighted there were no risks outlined in the report. LC advised that facilitating and establishing some of the improvements over the three acute trusts would have associated risks, and there would be a requirement to work in different ways to align to the new approach. Possible risks were discussed which included the pace of change and staff engagement and communication.

A discussion was held on the risks and challenges of moving to a Joint CEO, with the focus of the discussion on the importance of having the correct management structure in place to ensure we had 'buy-in' from both staff and patients.

As a Swindon Borough Councillor, RB raised concerns about the number of new houses (circa 30,000) due to be built in Swindon putting the hospital under extra pressure. LC noted the concern and highlighted that one of the key functions of the ICS and ICB was to help the NHS to support broader social and economic development but also act as an advocate for health provision in such cases.

CS highlighted the need to remember that comms should be sent to all staff both clinical and non-clinical staff.

TP asked what the process was to determine the new overall structure. LC advised that the intention was to establish a group development team to work towards a proposal for a structure. This would go to the Joint Committee proposed as part of the case for change representing the three trusts and then to the three trust boards for final approval.

There followed a discussion on the proposal to move to a Joint Chair by the beginning of 2025. Concerns were raised about the risk of one person doing three jobs; being expected to have a relationship with three governor groups and being spread very thinly. NT highlighted that support from the Trust would be required by governors to undergo this selection process. The Chair confirmed that this would be the case through the Company Secretary, Senior Independent Director and other relevant personnel working closely with the governor body.

The recommendations from the report would be considered at a Trust Board meeting on 22 July 2024 and should the Board approve this approach, then a number of processes would be put in place which would involve the Council of Governors.

LC concluded that regular feedback would continue with the Lead Governor and Deputy Lead Governor, together with the governor body, on progress as and when appropriate.

The Council **noted** the report and next steps.

18/24 Date of Next Meeting

The next meeting will be held on 25 September 2024, Annual Members Meeting.