

## AGENDA

<b>Meeting</b>	<b>Council of Governors</b>				
<b>Time</b>	<b>18:00 – 19:30hrs</b>				
<b>Date</b>	<b>Thursday 8<sup>th</sup> December 2022</b>				
<b>Venue</b>	<b>Boardroom, Hambleton Wing, Denmark Hill</b>				
			<b>Encl.</b>	<b>Lead</b>	<b>Time</b>
<b>1.</b>	<b>Standing Items</b> 1.1. Welcome and Apologies 1.2. Declarations of Interest 1.3. Chair's Action 1.4. Minutes of Previous Meeting – 18.10.2022 1.5. Matters Arising / Action Tracker	<b>FA</b> <b>FR</b>	Enc. Enc.	Chair	<b>18:00</b>
<b>2.</b>	<b>Reflection of the Board of Directors meeting and papers</b>	<b>FD</b>	Board Papers	Chair	<b>18:05</b>
<b>3.</b>	<b>Trust updates – Governor focus areas</b> <ul style="list-style-type: none"> <li>• <b>CQC</b></li> <li>• <b>Quality Assurance Framework</b></li> <li>• <b>Nutrition and Hydration</b></li> </ul>	<b>FR</b> <b>FR</b>	Enc/Verbal	Various	<b>18:35</b>
<b>4.</b>	<b>Governor involvement &amp; engagement</b> 4.1. Governor Engagement & Involvement Activities 4.1.1. Observation of Board Committees	<b>FR</b>	Verbal  Verbal	Lead Governor  Governor observers	<b>19:05</b>
<b>8.</b>	<b>Any other business</b>		Verbal	Chair	<b>19:15</b>
<b>9.</b>	<b>Date of next meeting</b> March 2023 date TBC				

**Key:** *FE: For Endorsement; FA: For Approval; FR: For Report; FI: For Information*

**Council of Governors Membership**

Charles Alexander	Trust Chair
<b>Elected:</b> Dr Devendra Singh Banker Jane Clark Tony McPartlan David Jefferys Rashmi Agrawal Emily George Daniel Kelly Marcus Ward Devon Masarati Deborah Johnston Billie McPartlan David Tyler Dr Adrian Winbow Jane Allberry Lindsay Batty-Smith Angela Buckingham Hilary Entwistle Susan Wise Tunde Jokosenumi Aisling Considine Erika Grobler Mick Dowling Dr Akash Deep	Bromley Bromley Bromley Bromley Lambeth Lambeth Lambeth Lambeth Patient Patient Patient Patient Southwark Southwark Southwark Southwark Lewisham Staff – Administration, Clerical & Management Staff - Allied Health Professionals, Scientific & Technical Staff – Nurses and Midwives Staff – Nurses & Midwives Staff - Medical and Dentistry
<b>Nominated/Partnership Organisations:</b> Dr Dianne Aitken Cllr. Jim Dickson Cllr Robert Evans Ian Rothwell Prof Dame Anne Marie Rafferty David Morris	SEL CCG Lambeth Council Bromley Council South London & Maudsley NHS Foundation Trust King's College London Joint Staff Committee
<b>In attendance:</b> Professor Jon Cohen Nicholas Campbell-Watts Sue Slipman Akhter Mateen Dame Christine Beasley Prof Yvonne Doyle Prof Richard Trembath Steve Weiner Prof Clive Kay Jonathan Lofthouse Julie Lowe Dr Leonie Penna Mark Preston Clare Williams Lorcan Woods Funmi Onamusi Chris Rolfe Siobhan Coldwell Zowie Loizou <b>Apologies:</b> Beverley Bryant Steve Weiner	Non-Executive Director Non-Executive Director Non-Executive Director Non-Executive Director Non-Executive Director Non-Executive Director Non-Executive Director Non-Executive Director Non-Executive Director Chief Executive Officer Site Chief Executive, PRUH & South Sites Site Chief Executive, Denmark Hill Chief Medical Officer Chief People Officer Chief Nurse & Executive Director of Midwifery Chief Financial Officer Director of Equality, Diversity and Inclusion Director of Communications Acting Director of Corporate Affairs Corporate Governance Officer Chief Digital Information Officer Non-Executive Director

**Council of Governors Meeting – Public Session**

**Draft** Minutes of the Council of Governors (Public Session) meeting held on **Tuesday 18 October at 16:30 – 18:30hrs**

**The meeting was held in the Boardroom, Hambleton Wing, Denmark Hill**

**Present:**

**Chair**

Sir Hugh Taylor Trust Chair

**Elected Governors**

Tony McPartlan	Bromley
David Jefferys	Bromley
Professor Daniel Kelly	Lambeth
Deborah Johnston	Patient
Devon Masarati	Patient
Billie McPartlan	Patient
Jane Allberry	Southwark (Lead Governor)
Hilary Entwistle	Southwark
Angela Buckingham	Southwark
Lindsay Batty-Smith	Southwark
Tunde Jokosenumi	Staff – Admin and Clerical
Aisling Considine	Staff – Allied Health Professionals, Scientific and Technical
Mick Dowling	Staff – Nursing & Midwifery
Erika Grobler	Staff – Nursing & Midwifery

**Nominated/Partnership Organisations:**

Cllr Jim Dickson	Lambeth Council
Phidelma Lisowska	On behalf of Staff Side Governor

**In Attendance:**

Dame Christine Beasley	Non-Executive Director
Beverley Bryant	Chief Digital Information Officer
Professor Yvonne Doyle	Non-Executive Director
Akhter Mateen	Non-Executive Director
Professor Clive Kay	Chief Executive Officer
Jonathan Lofthouse	Site Chief Executive – PRUH and South Sites
Dr Leonie Penna	Chief Medical Officer
Funmi Onamusi	Director of Equality, Diversity & Inclusion
Mark Preston	Chief People Officer
Chris Rolfe	Director of Communications
Clare Williams	Deputy Chief Nurse in Corporate Nursing
Siobhan Coldwell	Association Director of Corporate Governance
Nina Martin	Corporate Governance Office
Ernest Anyadioha	Corporate Governance Office
Penny Dale	Member of Public
Paul Dossett	Partner Grant Thornton

**Apologies:**

Jane Clark	Southwark
David Tyler	Patient Governor
Cllr Robert Evans	Nominated Governor, Bromley Council
Professor Jon Cohen	Non-Executive Director
Nicholas Campbell-Watts	Non-Executive Director
Prof Richard Trembath	Non-Executive Director
Steve Weiner	Non-Executive Director
Julie Lowe	Site Chief Executive, Denmark Hill
Professor Nicola Ranger	Chief Nurse & Executive Directive of Midwifery
Lorcan Woods	Chief Financial Officer
Brinthi Dias	Lead Clinician in Community Special Care Dentistry

Item	Subject	Action
22/26	<b>Welcome and Apologies</b>	
	The Chair welcomed Governors/attendees and apologies for absence were noted as above.	
22/27	<b>Declarations of Interest</b>	
	There were no declarations of interests.	
22/28	<b>Chair's Action</b>	
	There were no actions for the Chair.	
22/29	<b>Minutes of the Previous Meeting – 16.06.2022</b>	
	The minutes of the meeting held on 16 June 2022 were agreed as an accurate record of the meeting.	
22/30	<b>Matters Arising/Action Tracker</b>	
	The Council noted the action tracker and the following updates were provided for the 1 <sup>st</sup> two open actions:	
	<ul style="list-style-type: none"> <li>• <b>Action 19/31: OHSEL STP response to the NHS Long Term Plan</b> The council agreed to change the action to be about how governors can engage with the ICB/ICS. Action is still ongoing/open.</li> <li>• <b>Action 21/44-3: Issues Raised by Governors: Patient Experience Strategy</b> Ongoing. The Patient Experience Strategy is still work in progress/ has not yet been approved. Moving to a work plan – needs to go to KE and come back to CoG for discussion at the next meeting.</li> </ul>	
22/31	<b>Report from the External Auditor</b>	
	Paul Dossett, (Partner Grant Thornton) provided an update on the annual audit of the accounts and annual report from external auditors - Grant Thornton. The opinion on financial statements was no material errors in accounts and the adjustments made were limited in nature. Key recommendations and value for money arrangements are as follows;	
	<ul style="list-style-type: none"> <li>• <b>Governance</b> – No significant weaknesses in arrangement but improvement recommendation made</li> <li>• <b>Improving economy, effectiveness and efficiency</b> – No significant weaknesses in arrangement but improvement recommendation made</li> <li>• <b>Financial sustainability</b> - No significant weaknesses in arrangement but improvement recommendation made.</li> </ul>	
	The Council of Governors discussed value for money, noting that this is tested in a number of ways, including an assessment of the robustness of governance and monitoring arrangements, financial sustainability and the approach to risk management.	
	The Council of Governors noted the report and are pleased that no significant issues were identified.	

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**22/32 Reflection of the Board of Directors meeting and papers**

The Chief Executive Officer provided an update to the governors of a summary of the issues discussed at the Board Meeting on the 29<sup>th</sup> September:

- Prof Bernal gave a presentation on patient outcomes and how well the Trust benchmarked. Mortality rates are in line with expectation and the Trust's COVID-19 outcomes were excellent.
- The Board received the annual reports for safeguarding children, infection prevention and control and the annual report from the Freedom to Speak Up Guardian.
- There were a number of unannounced inspections over the summer including medical wards at Orpington and PRUH and DH maternity wards.
- For Orpington CQC inspection, The Chief Executive noted that CQC carried out inspection visit to three wards at Orpington Hospital on 11 July 2022. This was following the CQC receiving information of concern about standards of care at Orpington Hospital. The overall rating 'Requires Improvement' was published on 9 September 2022.
- The two draft reports for maternity and medical care at the PRUH are awaited but the feedback suggested no significant concerns.
- The DH maternity inspection raised a number of issues, and an action plan was urgently put in place. The draft report has not yet been received.
- COVID-19 continues to be a concern, and there are currently 183 COVID-19 positive patients across the Trust (although many are hospitalised for non-COVID-19 related issues).
- The Board discussed the Trust's financial position. The Trust is running a deficit at M5 (£17.5). £10m is estimated to be as a result of higher than anticipated COVID-19 levels. The Capital Programme progresses well but the Trusts cash balances are comparatively low.
- The Trust has managed the impact of inflation well and has long-term energy arrangements in place that have mitigated the impact of increased energy prices.
- The capital programme includes backlog maintenance, IT and other equipment, and a number of strategic programmes including Apollo, radiology and new capacity e.g. Willowfield. There are a number of large projects at the PRUH.

The Council of Governors noted the updates.

**22/33 Trust Updates – Governor Focus Areas**

**Workforce – vacancies and cost of living** – Mark Preston provided the Council of Governors with the following updates;

- Vacancy rate for the Trust was 15.42% at end of July 2022.
- 3111 starters joined King's between August 2021 and July 2022.
- The Trust headcount has increased by 532 FTE over the same period.
- The on-going increase in our establishment has led to a higher vacancy rate
- King's recruit from a wide local, national and international recruitment pool.
- For 2022/23, our target is to recruit 400 Internationally Educated Nurses.
- Voluntary turnover rate is 15.27% at end of July 2022.
- Recruitment challenges are in specific professions and specialities:

Item	Subject	Action
	<ul style="list-style-type: none"> <li>✓ Nursing &amp; Midwifery, Medical &amp; Dental and Allied Health Professionals</li> <li>✓ Liver, Gastroenterology, Upper GI, Endoscopy, Childrens, Emergency Care</li> </ul>	
	<ul style="list-style-type: none"> <li>• The King's Resourcing Strategy has been developed and is to be launched</li> <li>• An inclusivity audit on recruitment to support Equality, Diversity and Inclusion has been undertaken</li> <li>• Our 'Thank You' style recruitment campaign has helped increase the number of candidates to King's</li> <li>• This is an award winning campaign and has also recently been shortlisted for an HPMA Award</li> </ul>	

**Energy Crisis:** The Deputy Chief Financial Officer provided update on energy crisis noting KCH Exposure to energy crisis and inflation more generally.

### Energy prices

- Energy costs have been rising primarily in response to the Ukraine war with wholesale gas prices particularly impacted in the last few months. The consumer price cap will triple in the Autumn.
- KCH buys all gas and most electricity through the Crown Commercial Services V30 framework which essentially seeks to purchase energy on a rolling 30 month basis.
- This is a sensible trading strategy in uncertain times and is appropriate for a volatile market. It can protect the Trust against short term exposure to escalating energy prices but clearly if these prices persist for a significant period of time then the full impact is realised
- A summary of the current position for 22/23 and 23/24 shows 90% of energy requirements for this year have been locked in with just over 72% locked in for 23/24 and 36% for 24/25.
- Given that we have locked in 90% of our requirements the KCH energy bill is highly certain to double this year from £5.3m to £10.6m
- The picture for next year is more difficult to predict with current forward prices indicating a bill of £17m but you will see in the chart that this forward view was £13m as recently as July. In the last 48 hours there has been some falling back of wholesale gas prices as European countries have successfully started to increase storage stocks ahead of Winter but Russia may act to further restrict supply.

### Inflation more generally

- The key impact of inflation is on our staff and patients in terms of the cost of living crisis. This will be covered elsewhere.
- Overall KCH is largely resisting inflationary increases apart from where there is an agreed contractual index (mainly major PFI, Soft FM and Pathology contracts).
- These contractual increases have been covered by some additional funding agreed with government in May.
- To date the Trust has been able to resist inflation on clinical supplies through significant focus from the KFM procurement team. This has involved delisting certain products where suppliers have unilaterally increased prices.



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We typically use about 25,000 different products and are often rotating 250 products a day to manage inflationary pressures.

- This effort requires a significant amount of clinical and procurement resource.
- Construction inflation is running at about 10% per year but most of our current projects are contractually protected against inflation increases. Our capital programme in later years will be impacted.
- Overall, we expect inflation to worsen our financial position in the year by c£10m versus plan and contribute to our financial deficit which is likely to be around £50m.

**Complaints and serious incidents:** The Deputy Chief Nurse updated the council of governors noting there are 54 open complaints from the 260 from last meeting and 73 open serious incidents (SIs). The complaints and serious incidents team are working to reduce the number of open complaints and serious incidents (SIs).

The council of governors noted the update and recommended that the trust can explore Volunteer resource option for additional workforce support.

**Elective Recovery and Emergency/urgent surgery:**

The Site Chief Executive Officer (PRUH & SS) presented the OPD review and OTD cancellation review noting that Elective recovery is doing incredibly well. The focus is on long waiting list.

The objectives of outpatients transformation are to ;

- Reduce DNA rate to achieve Trust target
- Expand the uptake of PIFU in outpatient specialties
- Increase the number of non-face to face appointments
- Support the Trust to manage waiting lists and deliver a personalised outpatient model.

The following is the summary of the on the day cancellation report;

- On-the-day cancellations are trending upwards in 2022, in line with increased activity in terms of active operating lists and increases in booked patient volumes;
- Analysis indicates that lost operating time due to cancellations in the primary 'high volume low complexity' specialties is the equivalent of losing the use of 1.1 operating theatres a week;
- All KCH sites are focussing on reducing the volume of on-the-day cancellations by:-
  - ✓ Increasing the volume and quality of pre-operative assessment appointments to mitigate the impact of poorly prepared / informed patients;
  - ✓ Calling patients with 48-hours' notice prior to surgery to ensure they are fit and ready to proceed;
  - ✓ Utilise additional SEL funding to increase pre-operative assessment activity to build a pool of fit and ready patients prepared to fill gaps in operating sessions at short notice.
- In terms of impact, PRUH has already increased the volume of patients seen per week by pre-operative assessment from an average of 200 to over 400. Denmark Hill are also showing significant activity improvements.

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The council of governors noted the review report and asked questions on patient engagement and difficulty in getting through to outpatient clinics.

**Action: SC to circulate the OPD review and OTD cancellation review report to council of governors.**

**ICT Resilience:** The Chief Digital Information Officer provided update on ICT resilience noting cyber risk increase, the time and energy required in protecting information systems. In light of GSTT IT failure and the mental health Trusts cyber-attacks which affected SLAM patient records, King's has improved resilience to Cyber-attack. There are processes in place for ensuring prompt/safe data transfer between the Trust and other providers (acute and primary).

**Patient Nutrition and Hydration:** The Deputy Chief Nurse provided an update noting there are processes in place to ensure patients receive appropriate nutrition and hydration, particularly patients that may need help eating and drinking, and patients in side rooms/single rooms, whom are at risk of being forgotten.

The Trust Chief Executive Officer informed the council of governors that CQC will be onsite on 15<sup>th</sup> and 16<sup>th</sup> November for a well led inspection visit and would want council of governors involvement in that inspection.

The Council of Governors noted the updates.

## 22/34 Nominations Committee - Update

The Chair and Lead Governor updated the Council that the Nominations Committee met on 5<sup>th</sup> September 2022. The Committee discussed two key items:

- ✓ NED appraisals
- ✓ Appointment of a new NED to replace Sue Slipman.

### NED Appraisals

The Chair confirmed that all NEDs had received an appraisal during 2021/22 and provided an overview of each discussion. The Committee were assured there were no concerns of note.

### Appointment of a new NED

There is a vacancy on the Board created by the retirement of Sue Slipman earlier in the summer. The Committee discussed the skills gap this created and the skills and experience that would be of value to the Board. The Committee noted that Charles Alexander will be joining the Board as Chair on 1st December and will need to be engaged in the process.

## 22/35 Governor Engagement & Involvement Activities

The Chair noted that the governors have been increasingly involved in Trust activity including:

- Quality visits
- Patient engagement groups including neuro, cancer, Apollo
- PLACE audits and nutrition and hydration audits (meal testing).



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Governors have also started the next round of 'meet the NED sessions'. Professors Cohen and Doyle met with Governors during September.

Hilary Entwistle was at the most recent QPPC meeting and noted that there is overwhelming impression that the Board and the Trust are doing great work following CQC inspection report.

**Governor Committee reports**

**22/36 Patient Experience & Safety Committee**

The Council noted the minutes of the following meetings:

- ✓ Patient Experience & Safety Committee meeting held on 09.06.2022.

**22/37 Governor Strategy Committee**

The council noted the minutes of the following meeting

- ✓ Strategy Committee meeting held on 19.05.2022.

**22/38 Any Other Business**

The Chief Executive Officer thanked the Chair for his immense contribution noting that the Chair is leaving King's in a great shape.

**22/39 Date of Next Meeting**

Thursday 8 December 2022, 6:00pm – 7:30pm  
Venue TBC

**Council of Governors Meeting  
Action Tracker – 08 December 2022**

Date	Item No	Action	Lead	Action due	Action update
<b>ACTIONS DUE</b>					
09.12.2021	21/44-3	<b>Issues Raised by Governors: Patient Experience Strategy</b> The Patient Experience Strategy has now been developed and will be going to the Executive Team for review in the near future. Once this has been finalised, it will come to the Council of Governors.	Chief Nurse	10.03.2022	Ongoing. The Patient Experience Strategy has not yet been approved at Executive/Board level..
10.03.2022	22/07-6	<b>Trust Updates – The Board and NED role in championing disability</b> The Chair would discuss the opportunities to act as champions and support disability and other protected characteristics, with the Executives and NEDs.	Chair	16.06.2022	The Nominations Committee discussed this at its meeting on 5 <sup>th</sup> Sept.
16.06.2022	22/19	<b>Trust Updates – Governor Focus Areas Outpatient Elective Recovery</b> The Site Executive (PRUH & SS) would circulate the note on Outpatient Elective Recovery.	Site CEO, PRUH & South Sites	24.06.2022	
18.10.2022	22/30	<b>Integrated Care Board/Integrated Care System</b> Consideration needs to be given as to how the Governors can engage with the ICB/ICS.	AD, Corporate Governance	March 2023	

**Summary of activities from Governors since the last meeting**

- Governor involvement & engagement
- Governor Engagement & Involvement Activities

Governor	Description of Activities Involved
Phidelma Lisowska	Participation in SSC, PGC to ensure staff items are passed to the Trust for action. COG public updates passed to the Staff Side for their members COG meetings and agenda input.
Jane Allberry	1 November - learning from complaints meeting 3 November - neuro and trauma outcomes project group and King’s Patient Voice 7 November - cancer support worker group and UK brain injury forum summit 15 November - South London neuro patient/carer group 17 November - South East London Cancer Alliance patient experience and engagement meeting 30 November - spoke at meeting of Cancer Alliances - on patient engagement in the South East London Cancer Alliance 1 December - South East London Cancer Alliance board meeting
Emily George	Kings Maternity Voice Partnership general meeting 23/09/2022 Kings Maternity Voice Partnership “walk the patch” with service users 30/09/2022