



COUNCIL OF GOVERNORS MEETING

(open to Trust members, members of the public, and the press)

DATE: Wednesday 14 May 2014

TIME: 18.30pm to 21.00pm
(refreshments from 18.00pm)

VENUE: Dolman Room 1 (1st Floor)
Shaw House
Church Road
Newbury
Berkshire RG14 2DR

STATUS: Meeting in public

CHAIR OF MEETING: Trevor Jones, Trust Chairman

GOVERNORS: See Members of the Council of Governors (overleaf)

DIRECTORS: See Members of the Board of Directors (overleaf)

IN ATTENDANCE: Steve Garside, Company Secretary

APOLOGIES: None received as at 7 May 2014

FUTURE MEETING DATES: Tuesday 22 July 2014, Shaw House, Newbury
Wednesday 1 October 2014, Shaw House, Newbury
Thursday 8 January 2015, Shaw House, Newbury
Monday 16 March 2015, Shaw House, Newbury

Current Members of the Council of Governors

Olukemi Adenubi	Elected Public Governor - Hampshire Constituency
Jeni Bremner	Elected Public Governor – Hampshire Constituency
Paul Carnell	Elected Public Governor - Hampshire Constituency
Sabrina Chetcuti	Appointed Partner Governor (CCGs – North)
David Chilvers	Appointed Partner Governor (CCGs – South)
Patrick Conafray	Elected Public Governor - Oxfordshire Constituency
Jonathan Cotterell	Elected Public Governor – Hampshire Constituency
Eddie Cottrell	Elected Staff Governor
John Donne	Elected Staff Governor
Bob Duggan	Elected Public Governor - Buckinghamshire Constituency
Christina Fowler	Elected Staff Governor
Allan Glass	Appointed Partner Governor (Local Authority)
Ian Hammond	Elected Public Governor – Berkshire Constituency
Melanie Hampton	Elected Public Governor - Berkshire Constituency (Lead)
Keith House	Appointed Partner Governor (Local Authority)
Dave Johnson	Elected Public Governor – Buckinghamshire Constituency
Tricia Kelly	Elected Public Governor – Hampshire Constituency
Steve Lacey	Appointed Partner Governor (Local Authority)
Barry Lipscomb	Appointed Partner Governor (Air Ambulance Charities)
David Palmer	Elected Staff Governor
David Ridley	Elected Public Governor - Buckinghamshire Constituency
Mike Shread	Elected Public Governor – Oxfordshire Constituency
Carol Watts	Elected Staff Governor
Tim Windsor-Shaw	Elected Public Governor - Oxfordshire Constituency

Current Members of the Board of Directors

Trevor Jones	Chairman
Alastair-Mitchell Baker	Vice-Chair, Senior Independent Director
Ilona Blue	Non-Executive Director
Claire Carless	Non-Executive Director
Mike Hawker	Non-Executive Director
Keith Nuttall	Non-Executive Director
Eddie Weiss	Non-Executive Director
Professor David Williams	Non-Executive Director
Will Hancock	Chief Executive
John Black	Medical Director
Deirdre Thompson	Director of Quality and Patient Care
Charles Porter	Director of Finance
James Underhay	Director of Strategy, Business Development, Communications and Engagement
Sue Byrne	Chief Operating Officer

AGENDA – COUNCIL OF GOVERNORS – 14 MAY 2014

18.30pm – 21.00pm, Dolman Room 1, Shaw House, Church Road, Newbury, RG14 2DR

*****Governors to direct questions / comments through the Chair; please state your name and role before speaking for the benefit of the members and public present*****

No.	Item	Time	Enclosures
1.	OPENING BUSINESS		
1.1	Chairman's Introduction, including apologies for absence (Trevor Jones – Chairman) <ul style="list-style-type: none"> to receive an opening introduction from the Trust Chairman, including apologies received in respect of absence 	18.30	(Verbal)
1.2	Declaration of Governors' Interests (Trevor Jones – Chairman) <ul style="list-style-type: none"> to note any interests from governors as part of their obligation to declare any interest relevant to any item under consideration at the meeting 	18.35	(Verbal)
1.3	Minutes of the Council of Governors' meeting held on 24 March 2014 (Trevor Jones – Chairman) <ul style="list-style-type: none"> to <u>approve</u> the minutes of the meeting held on 24 March 2014 	18.37	Enclosure A
1.4	Matters arising from the Council of Governors' meeting held on 24 March 2014 (Steve Garside – Company Secretary) <ul style="list-style-type: none"> to note progress with the matters arising from the meeting held on 24 March 2014 	18.40	Enclosure B
2.	HOLDING THE BOARD OF DIRECTORS TO ACCOUNT FOR THE PERFORMANCE OF THE TRUST, VIA THE NON EXECUTIVE DIRECTORS		
2.1a	Developing our Financial Plan – 2014-2016 (Charles Porter – Director of Finance; Will Hancock – Chief Executive) <ul style="list-style-type: none"> to receive a presentation on how the Trust developed its financial plan for the next two years 	18.55	Enclosure C
2.1b	Developing our Financial Plan – 2014-2016: questions from governors (Governors; Trevor Jones – Chairman; Mike Hawker – Non Executive Director; Claire Carless – Non Executive Director) <ul style="list-style-type: none"> questions from the governors to the NEDs regarding issues covered in the presentation on developing the financial plan 	19.10	(Verbal)
2.2a	Chief Executive's Report (Will Hancock, Chief Executive) <ul style="list-style-type: none"> to receive a written report from the Chief Executive covering key issues 	19.35	Enclosure D
2.2b	Chief Executive's Report – questions from governors (Governors; Trevor Jones – Chairman; Mike Hawker – Non Executive Director; Claire Carless – Non Executive Director) <ul style="list-style-type: none"> questions from the governors to the NEDs regarding issues covered in the Chief Executive's Report 	19.45	(Verbal)

3.	ITEMS FOR INFORMATION / NOTING		
3.1	Council of Governors Review 2013-14 <i>(Steve Garside – Company Secretary)</i>	20.05	Enclosure E
	<ul style="list-style-type: none"> to receive the Council of Governors annual review for 2013-14 and consider for the annual review of effectiveness 		
3.2	Reports from the Membership and Engagement and Nominations Committees <i>(David Ridley – Chair of the Membership and Engagement Committee; Trevor Jones – Chair of the Nominations Committee)</i>	20.25	Enclosure F
	<ul style="list-style-type: none"> to receive a report from the two Council of Governors sub-committees 		
3.3	Feedback from Governors <i>(Governors; to include membership engagement activities, attendance at public Board meetings, induction etc)</i>	20.35	(Verbal)
4.	CLOSING BUSINESS		
4.1	Any Other Business <i>(Trevor Jones – Chairman)</i>	20.50	(Verbal)
	<ul style="list-style-type: none"> to note any items of additional business, including those notified by the governors to the Company Secretary no less than two working days prior to the meeting 		
4.2	Date and Time of Next Meeting <i>(Trevor Jones – Chairman)</i>	21.00	(Verbal)
	<ul style="list-style-type: none"> to note that the next formal meeting will be held on Tuesday 22 July 2014 at Shaw House, Newbury, commencing at 18.30pm 		

COUNCIL OF GOVERNORS

Meeting:	Council of Governors
Date of Meeting:	14 May 2014
Title of Paper:	Minutes of the Council of Governors meeting held on 24 March 2014
Presented by:	Trevor Jones, Chairman
Paper for Debate, Decision or Information:	Approval
Main Aim:	To ensure good governance practice in confirming that the minutes of the 24 March 2014 meeting represent an accurate record of business undertaken
Summary of key points for consideration:	These minutes, in draft form, were initially circulated to governors on 2 April 2014.
Recommendations or Outcome Required :	Approval
Previous Forum:	N/A
Statutory Requirements Met:	N/A
Contact in case of query concerning this paper:	Steve Garside, Company Secretary, 01869 365032

Unapproved minutes of the eleventh meeting of the South Central Ambulance Service NHS Foundation Trust Council of Governors held on Monday 24 March 2014 at Shaw House, Newbury

Present:

Trevor Jones (Chairman), Olukemi Adenubi (Hampshire Constituency), Jeni Bremner (Hampshire Constituency), Paul Carnell (Hampshire Constituency), Sabrina Chetcuti (Appointed Partner Governor (CCG), David Chilvers (Appointed Partner Governor (CCG), Patrick Conafray (Oxfordshire Constituency), Jon Cotterell (Hampshire Constituency), John Donne (Staff Constituency), Bob Duggan (Buckinghamshire Constituency), Christina Fowler (Staff Constituency), Allan Glass (Appointed Partner Governor (LA), Ian Hammond (Berkshire Constituency), Melanie Hampton (Berkshire Constituency / Lead Governor), Tricia Kelly (Hampshire Constituency), Steve Lacey (Appointed Partner Governor (LA), (Barry Lipscomb (Appointed Partner Governor (Charity), David Palmer (Staff Constituency), David Ridley (Buckinghamshire Constituency), Mike Shread (Oxfordshire Constituency), Tim Windsor-Shaw (Oxfordshire Constituency)

In attendance:

Alastair Mitchell-Baker (Non-Executive Director), Keith Nuttall (Non-Executive Director), John Nichols (Director of NHS111), Charles Porter (Director of Finance), Deirdre Thompson (Director of Patient Care), Steve Garside (Company Secretary)

Apologies rec'd:

Keith House (Appointed Partner Governor (LA), Dave Johnson (Buckinghamshire Constituency), Carol Watts (Staff Constituency), Will Hancock (Chief Executive)

Not present:

Eddie Cottrell (Staff Constituency)

Opening Business

1.1 - Apologies for Absence and Chairman's Welcome

The Chairman welcomed all to the meeting, including Steve Lacey, Appointed Local Authority Governor, attending his first meeting.

Apologies were noted from three governors, and Will Hancock.

The Chairman advised that Melanie Hampton had been re-elected as Lead Governor for the period 1 April 2014 to 31 March 2015.

1.2 - Declaration of Governors' Interests

Tim Windsor-Shaw acknowledged that he had a potential interest in the NHS Direct agenda item, being employed by the NHS Trust Development Authority, and that he would leave the meeting temporarily at this point.

1.3 - Minutes of the Council of Governors' meeting held on 9 January 2014

The minutes were **approved** without amendment.

1.4 - Matters arising from the Council of Governors' meeting held on 9 January 2014

It was noted that the one action point from the previous meeting had been satisfactorily addressed.

Item for Information: NHS Direct Successor Body Transaction

2.1 – NHS Direct Successor Body Transaction

(Tim Windsor-Shaw left the meeting).

The Chairman provided an overview of the paper, explaining that negotiations were still on-going and that whilst governor approval was not required the Trust was keen to hear the views of the governors and answer any questions. He highlighted the benefits of the transaction, and advised that all transferring liabilities would be indemnified and met fully by cash.

A number of questions were received from governors, including:

- the timing of the liabilities – Charles Porter explained that the majority of the liabilities (e.g. 95%), including NHSD staff redundancies, would arise and be settled in the next three months.
- the impact of additional workload on the executives – management time had been factored into the fee SCAS were charging, and there was scope for this to be increased if the workload was found to be greater than expected.
- the implications for NHSD staff – approximately 50 members of staff would be transferring over to SCAS to oversee the NHSD closedown process, and redundancy packages had already been agreed with NHSD
- clarification as to the type of transaction – Steve Garside explained that Monitor had now confirmed this as a ‘material’ transaction (rather than ‘significant’ or ‘major’) and highlighted the consequent implications
- the clinical data to be transferred to SCAS – Charles Porter explained that the Trust would be receiving some clinical data on transfer and retaining this for 26 years. This would be fairly low maintenance for the Trust and an appropriate management fee would be charged
- transfer of call-handling activities – it was explained that all of NHSDs services were being transferred to other organisations and that no residual call-handling activities were being transferred to SCAS (for example, the 0845 service had already been discontinued)

The Chairman concluded the item by stating that the questions raised by the governors had all been valid, and represented issues that the Trust had sought assurance over themselves in making a final decision.

(Tim Windsor-Shaw rejoined the meeting)

Holding the Board of Directors to account for the performance of the Trust, via the Non Executive Directors

3.1 – Quality and Patient Safety Assurance Review

The Chairman provided some background to the Board-led review that was taking place in relation to quality and safety assurance processes. This included highlighting where the governors could make a contribution.

A number of questions were received from, and observations made by, the governors, including:

- patient ambassador scheme in Buckinghamshire – Bob Duggan highlighted some of the initiatives being undertaken by Buckinghamshire Healthcare, and the Council reflected on the importance of seeing everybody as potential patients. It was agreed that some of this feedback would be taken forward by the Membership and Engagement Committee
- gaps in Board members' knowledge – in response to a question from Christina Fowler, the Chairman explained that part of the review was about identifying where the Board did not feel fully sighted or felt that there might be gaps in assurance processes
- patient and staff engagement – it was acknowledged that the Trust needed to do more in terms of patient and staff engagement, and that the Board had recognised this as a key, emerging theme from the review
- incident reporting – Deirdre Thompson explained that the reporting of incidents was not discretionary, and that SCAS had seen an increase in incidents reported. She added that this was seen as positive as it provided greater feedback and opportunities for learning
- documented processes – it was noted that there was not an issue in SCAS in terms of processes being documented, but the importance of sound and logical judgement was also highlighted (for example in relation to dispatch)

The Chairman stated that the final outcomes from the review would be shared with the Council of Governors.

3.2 – Quality Accounts and Priorities

Deirdre Thompson started by highlighting the progress that had been made with the 2013/14 quality account priorities. The Council noted that performance on the priority relating to maintaining and improving care bundle advancements for heart attack patients was being hampered due to cases where analgesia was not being applied. Some of the associated issues were discussed and the Chairman advised that this was due to be considered by the Board on Wednesday.

David Chilvers raised the issue of granularity, by highlighting that although some of the quality priorities were RAG rated as green (e.g. stroke) performance in parts of Hampshire was sub-standard. Deirdre Thompson explained that the measures were being reported at overall SCAS level but that the Board received an Integrated Performance Report which showed performance at area and CCG level. She added that some of quality account priorities for 2014/15 would be local measures.

The Chairman stated that the Trust was looking for the input of governors on the proposed priorities for 2014/15 across the categories of patient safety, clinical effectiveness and patient experience. Comments were received as follows:

- patient safety – it was felt that, in the delivery of these priorities, the Trust needed to focus on recruiting more community first responders in rural areas (e.g. West Oxfordshire)
- clinical effectiveness – it was noted two of the four priorities were mandated and that the Trust were likely to add adequate pain relief as a further priority based on the feedback received
- patient experience – the Council highlighted the importance of gaining patient feedback on the experience of using telephone-based advisory services (e.g. NHS111) and also of ensuring that the SCAScades system was not used to the extent of burdening staff with too much information

David Palmer highlighted some concerns about the take-up of mandatory training and the Chairman stated that this would be discussed at the Board meeting on Wednesday.

Finally, it was agreed that governors would feed any further thoughts on the proposed quality account priorities for 2014/15 to Steve Garside, and that a discussion would be held at the next meeting on how the governors could contribute to the delivery of the priorities.

Action 3.2

Governors to submit further views on the proposed quality account priorities to Steve Garside, and a further discussion on how the governors can contribute to be held at the next meeting.

3.3 – Chief Executive’s Report

John Nichols highlighted the recent flooding issues and, on behalf of the Chief Executive, expressed his gratitude to all staff for their efforts.

The Council discussed hospital handover delays and the practical measures that had been implemented to bring about an improvement. It was acknowledged that although matters had improved this had not necessarily been a challenging winter in terms of cold weather.

In response to a question about the damage caused to response vehicles by the flooding it was noted that there had been one incident in Bletchley.

The Council noted that the final take-up of the flu vaccination for the winter had been 38.5%, which was described by the Board members present as poor.

The Chairman reported back on the recent Monitor visit explaining that it had been a positive experience.

It was noted that Ian Hammond had submitted a question about the NHS staff survey and whether volunteers, including community first responders, had been included. The Chairman explained that this was a national survey and applied to employees only; however, the Trust had other mechanisms for obtaining the feedback of volunteers.

On a related subject, the Chairman advised that the Trust were keen to explore how they could make greater use of volunteers across all areas of the business, drawing on models deployed in other sectors. It was acknowledged that the governors, particularly those with experience of the voluntary sector, could usefully contribute to the thinking around this. The Chairman stated that he would be arranging a meeting for a group of governors and Board members to come together and do some brainstorming, and that Steve Garside would be writing out with further details.

Action 3.3

Steve Garside to write out with a request for governors to attend a meeting to consider ways in which the Trust could make further/better use of volunteers across all areas of the SCAS business.

Items for Information / Noting

4.1 – Reports from the Task and Finish Groups – Governor Elections and Vacancies

The Chairman presented reports from the two task and finish groups and, following detailed discussion, the following outcomes were agreed:

- generally elections will be only be held every second and third year when governor terms of office expire, and bi-elections will be avoided unless there is a risk that the CoG will not have a majority of elected public governors or where it is considered that a county was not adequately represented

- some planning will be undertaken in the year where an election is not scheduled (fallow year) but the Council of Governors will determine whether an election(s) is required
- the reserved candidate approach will be retained but tailored to be applicable both to current and aspiring governors. It will apply when a governor ceases to hold office within three months of the term of office start date, and no minimum number of votes needs to be achieved (as long as the eligibility criteria are satisfied)
- where elections are required the Trust will adopt a more proactive and innovate approach to increasing member engagement, and particularly encouraging members to stand to become governors
- the concept of electronic voting, rather than postal, will be adopted, subject to this being successfully used for the first time in the NHS by a Foundation Trust in the North West. Equally the Trust will ensure that the voting system used does not preclude a proportion of the membership from voting (e.g. by disenfranchisement)
- the potential for running staff governor elections in-house will be investigated, subject to this providing demonstrable evidence of cost savings, and satisfying the various governance requirements. It was agreed that this should ideally be on the basis of electronic voting.
- a separate review of the composition of the CoG should be undertaken to help minimise the potential risk of not having a majority of elected public governors. This will involve considering the composition and number of staff and appointed governors.

The Council of Governors also agreed that, as part of the rules around reserved candidacy, an attempt should be made to fill the vacancy in Hampshire by inviting the (originally unsuccessful) candidate with the next highest number of votes in the recent election to take up this position.

Action 4.1a

Steve Garside to make the constitutional changes required as a result of the review of elections and vacancies and the outcomes agreed.

Action 4.1b

Steve Garside to attempt to fill the current public governor vacancy in Hampshire through application of the “reserved candidate” ruling.

Action 4.1c

Governors to provide their views on the composition and number of staff and appointed governors (in the context of the potential risk of not having a majority of elected public governors).

4.2 – Feedback from Governors

In the interests of time it was agreed to defer this item to the next meeting.

Closing Business

5.1 - Any Other Business

Steve Garside highlighted a recent concern raised by a member of public that members are not able to communicate directly with governors via the email system (currently communication is routed via the Company Secretary).

Following discussion it was agreed to investigate the option of each governor having a public facing email address to help support their communication with members.

Action 5.1

Steve Garside to investigate the possibility of each governor having a SCAS public facing email address to help facilitate communications with members.

David Ridley highlighted the next meeting of the Membership and Engagement Committee on 22 April (6pm, Bicester) and invited any governor not already a member to attend.

5.2 - Date and Time of Next Meeting

The next meeting was noted as being held on Wednesday 14 May 2014 at Shaw House, Newbury commencing at 18.30pm.

DRAFT

COUNCIL OF GOVERNORS

Meeting:	Council of Governors
Date of Meeting:	14 May 2014
Title of Paper:	Matters arising from meeting held on 24 March 2014
Presented by:	Steve Garside, Company Secretary
Paper for Debate, Decision or Information:	Information
Main Aim:	To ensure good governance practice in confirming that the action points from the 24 March 2014 Council of Governors meeting are in hand / have been delivered.
Summary of key points for consideration:	There were six actions arising from the previous meeting on 24 March 2014. Two are considered to have been completed, with four still ongoing but in hand.
Recommendations or Outcome Required :	To note progress with the action from the previous Council of Governors meeting
Previous Forum:	N/A
Statutory Requirements Met:	N/A
Contact in case of query concerning this paper:	Steve Garside, Company Secretary, 01869 365032

Enclosure B - Matters Arising Schedule – Council of Governors meeting 14 May 2014

ACTIONS AGREED AT 24 MARCH 2014 COUNCIL OF GOVERNORS MEETING					
Ref No	Agenda Topic	Summary of Action Required	Lead	Due Date	Status
3.2	Quality Accounts & Priorities	Governors to submit further views on the proposed quality account priorities to Steve Garside, and a further discussion on how the governors can contribute to be held at the next meeting.	CoG	14 May 2014	<u>Action completed</u> No further comments received from governors and the quality accounts are due to be approved by the Board on 28 May. Please see sections 13 and 14 of the Chief Executives Report.
3.3	Chief Executive's Report	Steve Garside to write out with a request for governors to attend a meeting to consider ways in which the Trust could make further/better use of volunteers across all areas of the SCAS business	SG	ASAP	<u>Action ongoing</u> Arrangements are currently being made for this meeting; an update will be provided at the CoG meeting on 14 May.
4.1a	Items for Information/Noting	Steve Garside to make the constitutional changes requires as a result of the review of elections and vacancies and the outcomes agreed.	SG	ASAP	<u>Action completed</u> Constitutional amendments agreed by the CoG are due to be approved by the Board on 28 May.
4.1b	Items for Information/Noting	Steve Garside to attempt to fill the current public governor vacancy in Hampshire through application of the "reserved candidate" ruling.	SG	ASAP	<u>Action ongoing</u> An attempt to apply the reserved candidate ruling to fill the one vacancy in Hampshire was unsuccessful. To be discussed at

					the CoG meeting on 14 May.
4.1c	Items for Information/Noting	Governors to provide their views on the composition and number of staff and appointed governors (in the context of the potential risk of not having a majority of elected public governors.	CoG	ASAP	<u>Action ongoing</u> No further comments received from governors. An update to be provided at the CoG meeting on 14 May.
5.1	Closing Business	Steve Garside to investigate the possibility of each governor having a SCAS public facing email address to help facilitate communications with members.	SG	ASAP	<u>Action ongoing</u> An update to be provided at the CoG meeting on 14 May.

CoG = all governors; SG = Steve Garside;

COUNCIL OF GOVERNORS

Meeting:	Council of Governors
Date of Meeting:	14 May 2014
Title of Paper:	Developing our Financial Plan 2014/16
Presented by:	Charles Porter, Director of Finance
Paper for Debate, Decision or Information:	Debate
Main Aim:	To share with the Council of Governors details of how the Trust has developed its financial plan for the next two years. The format will be an overview of a presentation by the Director of Finance, followed by questions from the governors
Summary of key points for consideration:	<p>The Trust has to take into account a range of factors when determining its financial plans. These include but are not limited to the needs of patients (including the requirement to provide safe and effective services), future investment linked to the corporate strategy for the organisation, the overall NHS financial environment, and the requirements/expectations of the regulators. The Trust also has to be as efficient/productive as it can be, and provide services that represent good value-for-money.</p> <p>Setting the financial plan for the next two years has been a complex process and the Trust would like to share details with the governors.</p>
Recommendations or Outcome Required :	The governors have an understanding of the Trust's approach to setting the future financial plan, and are able to express their views on what the Trust should be looking to achieve.
Previous Forum:	Financial performance reported to the CoG at each meeting. Specific finance training course for governors held in Summer 2013.
Statutory Requirements Met:	N/A
Contact in case of query concerning this paper:	Steve Garside, Company Secretary, 01869 365032



Developing our Financial Plan 2014 - 2016

Council of Governors meeting -
14 May 2014



Purpose of this item:

- to explain some of the context that has impacted on the development of our financial plan
- to describe the overarching approach to developing and signing-off the financial plan for the next two years
- to highlight future actions that will be taken to maximise our efficiency and deliver an appropriate financial outcome
- to take questions from / understand the views of the CoG



Context: A reminder of our strategic priorities

- developing our assessment and signposting services
- offering a helicopter view to support local systems of care
- enhancing our 24/7 mobile healthcare
- transforming operational delivery
- expanding our geographical footprint as appropriate

We are ambitious and the plan includes to further improve our organisational efficiency



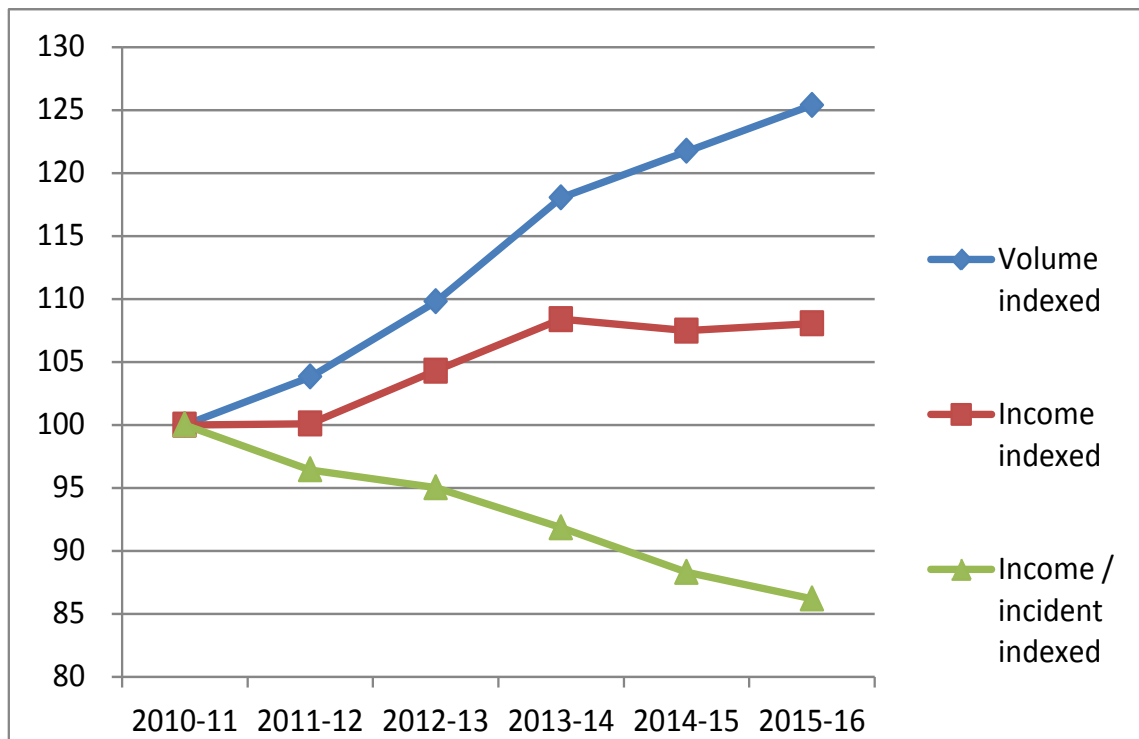
Context: the external environment

- Financial pressures
- NHS wide challenges
- Health inflation
- Demand increases
- Changing requirements
- Increasing competition
- Involvement of the private sector



Trends in activity and income: 2010-2016 (1)

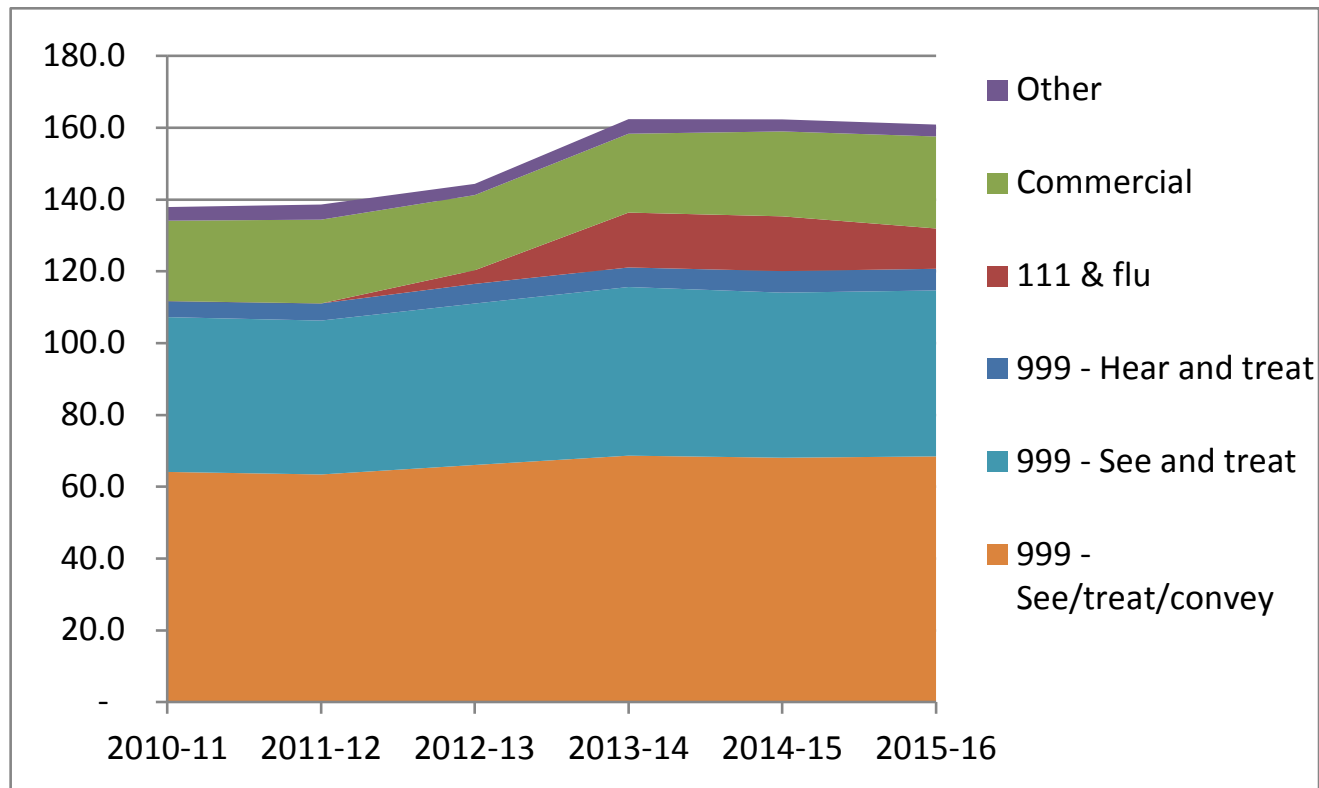
- Activity up 25%, Income up 8%, Income per incident down 14%





Trends in activity and income: 2010-2016 (2)

- Income growing from £138-£161m, with introduction of 111/flu and expanded Commercial division





Historical financial performance

	2010-11	2011-12	2012-13	2013-14	2014-15	2015-16
Income	137.9	138.6	144.4	162.4	162.3	160.9
Surplus	1.4	2.1	1.6	1.5	0.5	0.5
%	1.0%	1.5%	1.1%	0.9%	0.3%	0.3%

- Surpluses achieved in each year, but reducing to £0.5m in last two years as austerity bites, and due to projects / strategic investments.



Relevant factors – SCAS requirements

- Financial resilience
- Target surplus – Monitor expectations (0-2%)
- Risk rating – minimum of 3
- Cash cover (monthly wage bill of £9m)
- Investment for the future
- Contingency



Our approach

- Review of 2013/14 budget (income and expenditure)
- Fresh information/assumptions for new financial year
- Identify cost improvements
- Future “investment” linked to developing strategy
- Assessment of risks – probable/downside
- Assessment of opportunities
- Extensive Board discussions



Future planned investments include:

- Major projects – ePR (Electronic Patient Record) and NHS pathways (£1.1m)
- SHIP PTS mobilisation (£0.4m)
- Bids for Berkshire Logistics, Ox and Bucks PTS and Bedfordshire
- Business Intelligence Strategy and strategic investments (£0.4m)
- £6.6m Cost improvement programme



Looking forward

- Future ambitions
- Level of challenge
- Aims – what should we be looking for
- Delivery – what will it take



Questions from governors

COUNCIL OF GOVERNORS

Meeting:	Council of Governors
Date of Meeting:	14 May 2014
Title of Paper:	Chief Executive's Report
Presented by:	Will Hancock, Chief Executive
Paper for Debate, Decision or Information:	Information
Main Aim:	To update the Council of Governors on a range of issues and developments affecting the Trust, including in relation to current clinical and operational performance (this can be supplemented by the most recent Integrated Performance Report)
Summary of key points for consideration:	Governors are encouraged to direct questions on any issues raised by the report to the Non Executive Directors present.
Recommendations or Outcome Required :	Note
Previous Forum:	A Chief Executive's Report is presented at every Council of Governors meeting as a standing agenda item
Statutory Requirements Met:	N/A
Contact in case of query concerning this paper:	Steve Garside, Company Secretary, 01869 365032



ENCLOSURE D

COUNCIL OF GOVERNORS MEETING 14 MAY 2014

CHIEF EXECUTIVE'S REPORT

PURPOSE

- 1 The purpose of my report is to keep the Council of Governors abreast of key issues affecting the Trust.

RESPONSE TIMES, PERFORMANCE STANDARDS, RESILIENCE & EFFICIENCY

Operational, clinical and financial performance

- 2 We had a successful end to 2013/14 with all of the national response time standards (red 1, red 2 and red 19) successfully achieved for quarter 4, and therefore for all four quarters of the year. This is a great achievement and I would like to pay tribute to all of the staff and volunteers who have helped contribute to this.
- 3 Performance on NHS111 has been good across the various counties we serve. There is scope to improve our call answering times in some of the geographies, particularly Hampshire, and further work is being undertaken on demand management to ensure that we have the optimum level of resources in place.
- 4 In terms of financial performance, I am delighted to report that we successfully achieved our financial surplus target of £1.5m for the 2013/14 financial year. As we have mentioned at previous meetings, the NHS is now facing some significant financial challenges (with an expected national funding gap of £30bn by 2021) and therefore setting the 2014/15 budget has been very challenging. We will be discussing this further at the meeting.
- 5 As you will have noted in our monthly Integrated Performance Reports, and from discussions at the public Board meetings, our clinical performance has been strong in a number of areas. However, further work is needed to improve certain aspects of stroke and STEMI performance, and actions plans are being developed to ensure that these improvements are delivered in 2014/15.

STRATEGY

Operational Plan 2014/15-2015/16

- 6 We submitted our two-year operational plan to Monitor at the end of March, and had a successful subsequent review meeting with our relationship team. The input from the Council of Governors was particularly welcomed and we will continue to engage with you as our iterative planning processes continue.
- 7 The two-year plan, in highlighting our strategic priorities and challenges, represents a useful support to governors for member engagement. A copy

can be found in the March Board papers distributed to the governors on 20 March, or equally obtained from the Company Secretary.

Major work programmes for 2014/15

- 8 Two particularly significant programmes of work for 2014/15 will be the transition to NHS Pathways and the electronic patient report (ePR) project.
- 9 The transition to Pathways for 999 (to complement 111) will bring a range of benefits both to the organisation and patients, not least in terms of providing emergency call takers with direct, automatic access to a local directory of services. This will be a major project for SCAS and the Board will be monitoring implementation throughout the year.
- 10 The electronic patient reporting system is due to be piloted this month with full roll-out from February 2015, and brings a range of potential benefits. These include enabling efficient storage, analysis and clinical audit recovery of all emergency incidents attended by SCAS staff, and providing a platform for clinical decision support tools to improve the safety and quality of clinical care. As with pathways, the Board will continue to receive regular progress updates.

CLINICAL OUTCOMES, PATIENT SAFETY AND PATIENT EXPERIENCE

Care Quality Commission inspection

- 11 The Care Quality Commission have recently issued details of their new inspection regime in the shape of *A Fresh Start for the Regulation of Ambulance Services*.
- 12 We welcome the new CQC proposals as they really focus on the different types of services the ambulance sector can provide, including 999 and patient transport services (111 will be assessed as part of review of the out of hours provision). For each type of service the regulator will be asking:
 - Is the service safe?
 - Is the service effective?
 - Is the service caring?
 - Is the service responsive to patient needs?
 - Is the service provider well led?
- 13 SCAS will be one of the pilot ambulance service providers for the new inspection regime, which we expect to happen between July and September.

Quality Accounts and Priorities 2014/15

- 14 Following extensive consultation, including with the Council of Governors and commissioners, the Board is due to approve the quality accounts priorities for 2014/15 at its meeting in public on 28 May.
- 15 The priorities provide a helpful framework for the governors to engage with the public, and the 2014 Patient Care Survey will also help provide some relevant feedback on how successfully we are delivering certain priorities, particularly in relation to patient experience.

PORTFOLIO OF COMMERCIALY VIABLE NON EMERGENCY CONTRACTS

NHS111

- 16 As a reminder to the governors, and to help with engagement activities, we are currently providing NHS111 services in Oxfordshire, Hampshire, Berkshire, Buckinghamshire, and Bedfordshire and Luton. Performance remains good relative to other providers, but there are challenges including ensuring that we plan our resources to match fluctuating levels of demand.
- 17 A new national specification for NHS 111 services is expected later this year, and SCAS is fully engaged in the development of this, working closely with NHS England.

Patient Transport Services (PTS)

- 18 There is mixed news in terms of recent PTS contract procurement processes. We were delighted to be successful in our bid to provide PTS in Hampshire from October 2014. This is for both lots of the contract: the call handling, co-ordination and management; and the actual provision of PTS. The contract runs for five years and although we have been providing some PTS in the area, this is a much extended contracted which consolidates all of the existing PTS service provision currently delivered by multiple providers into a single contract.
- 19 Regrettably we have not been successful in progressing beyond the invitation to tender stages of the Luton, Bedfordshire and Hertfordshire PTS contract. We will use the feedback from this exercise to help inform future bids.

NHS Direct Successor Body

- 20 As governors will be aware, SCAS became the successor body for NHS Direct on 1 April 2014. This involves overseeing the closedown process and legacy management activities, and dealing with any liabilities that arise (with funding matched by the NHS Trust Development Authority).
- 21 I am chairing the Programme Board that is dealing with the legacy management activities and this is progressing to plan.

National Pandemic Flu Service

- 22 Governors will also be aware that, as part of the dissolution of NHS Direct, we have acquired responsibility for delivery of the National Pandemic Flu Service. Whilst this currently remains dormant, SCAS has plans in place to mobilise the service as and when required.

LEADERSHIP, STAFF ENGAGEMENT AND WORKFORCE

NHS Staff Survey

- 23 We reported details of the staff survey results at our last meeting, and work continues to develop and implement the action plans that will help us improve in the areas highlighted by staff feedback. The survey also offers an opportunity to identify and learn from best practice across other organisations.

GOVERNANCE, VALUE FOR MONEY AND FINANCIAL STANDING

Monitor Strategy 2014-2017

- 24 Monitor have recently issued their strategy for the next three years – *Helping to redesign healthcare provision in England* and this sets out how they will carry out their sector regulator role. The four main themes of their strategy are:
- paying more attention to provider capability
 - balancing freedom to change and risk of failure
 - making sure rules operate in the best interests of patients
 - joining up nationally and locally

Monitor Continuity of Services ratings

- 25 We submitted our quarter 4 return to Monitor at the end of April, and at present our provisional risk ratings (based on Q3) are as follows:
- Continuity of services (financial sustainability) = 4
 - Governance = Green

Information Governance Serious Incident Requiring Investigation (IG SIRI)

- 26 As communicated to you previously, an IG SIRI was identified and declared on 24 April relating to a personal data security breach. This involved the publication of staff personal data on the Trust's public website. We took immediate action to remove the personal data and appoint our internal auditors, BDO, to conduct an investigation into the circumstances around this as well as the general learning.
- 27 We are liaising with the Information Commissioners Office over the incident, and have communicated with affected staff, issuing an apology, explaining the extent of the data disclosure, and offering appropriate support.
- 28 It should be clarified that this information was not patient or clinically related.

Board Meeting in Public – 28 May 2014

- 29 This is a reminder to the governors that the first of two Board meetings in public to be held in the evening to help facilitate greater governor attendance will be held on Wednesday 28 May at the West Berkshire Community Hospital in Thatcham, Newbury. The meeting will commence at 6pm.

Will Hancock, Chief Executive
Steve Garside, Company Secretary
May 2014

COUNCIL OF GOVERNORS

Meeting:	Council of Governors
Date of Meeting:	14 May 2014
Title of Paper:	Council of Governors Review 2013-14
Presented by:	Steve Garside, Company Secretary
Paper for Debate, Decision or Information:	Debate and discussion
Main Aim:	To present, for discussion, a review of the Council of Governors activities for the 2013/14 financial year, including some information that needs to be included in the Annual Report.
Summary of key points for consideration:	<p>The Council of Governors successfully delivered its statutory duties in 2013/14, including those relating to the new Health and Social Care Act 2012.</p> <p>The analysis includes each governor's position against the annual charter of expectations that the governors developed and agreed in April 2013.</p> <p>For 2012/13 the governors led a review process to consider the overall effectiveness of the CoG, and a number of recommendations were made and implemented (these included the introduction of the annual charter of expectations). It is suggested, in line with good practice, that a similar process be held for 2013/14.</p>
Recommendations or Outcome Required :	To note the annual review of the Council of Governors, and to consider next steps in conducting a review of the effectiveness of the CoG
Previous Forum:	April 2013
Statutory Requirements Met:	N/A
Contact in case of query concerning this paper:	Steve Garside, Company Secretary, 01869 365032



COUNCIL OF GOVERNORS REVIEW 2013/14

BACKGROUND

1. Background

- 1.1 The Trust's Council of Governors (CoG) play an essential role in the governance of South Central Ambulance Service NHS Foundation Trust, providing a forum through which the Board of Directors is accountable to the local community.
- 1.2 The Trust's Constitution sets out the key requirements in respect of the functioning of the CoG. Its general functions are to:
 - hold the non-executive directors individually and collectively to account for the performance of the Board of Directors, and
 - represent the interests of the members of the Trust as a whole and the interests of the public
- 1.3 The period 1 April 2013 to 31 March 2014 represents the second full year of working for the CoG and the delivery of its statutory duties.
- 1.4 The purpose of this paper is to report on the outcomes of the second full year of the CoG, and to highlight some of the emerging priorities for 2014/15.
- 1.5 In addition, the information in this paper will also be used to report on the activity of the CoG in the 2013/14 Annual Report (much of the information disclosed here satisfies the mandatory reporting requirements set out in Monitor's 2013/14 Annual Reporting Manual).

MEMBERSHIP AND MEETINGS

2. Membership of the Council of Governors

- 2.1 The CoG is chaired by the Trust Chairman, and the full composition of governors numbers twenty six, as follows:
 - fifteen elected public governors across four constituencies (Hampshire, Berkshire, Oxfordshire and Buckinghamshire)
 - five elected staff governors
 - three appointed Local Authority governors

- two appointed Clinical Commissioning Group governors
- one appointed charity governor

2.2 There were a number of movements in the composition of the governors during the year (see below) and at 31 March 2014 twenty four governors were in place with two vacancies.

2.3 The CoG elects a lead governor and Melanie Hampton served in this position throughout 2013/14. In March 2014 she was elected for a further year running from 1 April 2014 to 31 March 2015.

2.4 During 2013/14, there have been the following changes to the composition of the CoG:

- two of the fifteen elected public governors – one from each of the Berkshire and Hampshire constituencies - resigned and these positions remain vacant at 31 March 2014 (their resignations came subsequent to the elections in December 2013)
- public governor elections were held in December 2013; one governor chose not to stand for re-election, four were successful in seeking re-election, two were unsuccessful in seeking re-election, and six new governors were elected
- two appointed Local Authority governors joined the CoG during 2013/14 to fill vacancies that had arisen
- two appointed Clinical Commissioning Group governors were appointed to fill vacancies that resulted from the abolition of Primary Care Trusts

2.5 Details about each governor, including biographies and declared interests, can be seen on the Trust's website.

3. Formal meetings of the CoG

3.1 The Code of Conduct for Governors requires that governors will “*demonstrate active commitment and participation by attending meetings or providing input to meetings by submitting views*”.

3.2 Six formal meetings of the CoG have been held during 2013/14: in April 2013, July, October, December, January 2014 and March. All meetings have been held in public, and fully in accordance with the Trust's Constitution.

3.3 All meetings were chaired by the Trust Chairman, with Board members, including Non Executive Directors, in attendance.

3.4 Appendix A reports on the position of each governor against the annual 'charter of expectations'. The charter of expectations was introduced by the CoG with the aim of highlighting the activities each governor should reasonably deliver in a typical year in order to satisfactorily discharge their

statutory duties. It includes attendance at formal meetings of the CoG, and the average level of attendance throughout 2013/14 (excluding the January 2014 meeting which was convened at relatively short notice) has been 77% (compared with 71% in 2013/14).

4. Other meetings of the CoG

- 4.1 The CoG has had two formal sub-committees during 2013/14; the Nominations Committee, and the Membership and Engagement Committee. Details of their meetings and work programmes are explained below.
- 4.2 Three governor workshops have been held during the year; the first, in June 2013 on finance, the second, in October 2013, on quality and safety, and the third, in January 2014, to obtain the views of the governors on the Trust's future strategic priorities. The average level of attendance for the first two workshops was 50%, with an attendance level of 78% for the strategy workshop.
- 4.3 Task and finish groups have also been established to undertake pieces of work that related to the role and statutory duties of the governors. These were attended by a selection of the governors.

DUTIES AND FUNCTIONS

5. Delivery of specific statutory duties

- 5.1 The governors have a range of specific statutory duties, which were extended in 2013/14 as a result of the new Health and Social Care Act 2012. All of the statutory duties relevant to 2013/14 have either been satisfactorily discharged, or were not relevant, as described below:

Duty		Comments
Receive annual accounts, auditor's report and annual report	✓	Received at July 2013 meeting
Appoint and, if appropriate, remove the external auditor	N/A	The CoG approved the appointment of a new external auditor, KPMG, in September 2012 for three years with an option of a further two year extension
Directors must have regard to governors' views when preparing the forward plan	✓	A specific workshop was held on 14 January 2014 to obtain the views of the governors

Duty		Comments
Appoint and, if appropriate, remove the Chair	N/A	Although procedures for any future appointment / removal were approved by the CoG in January 2013, their application was not required in 2013/14 (the Chairman's current term of office expires in March 2015)
Appoint and, if appropriate, remove the other Non Executive Directors (NEDs)	✓	One of the NEDs was reappointed by the CoG in 2013/14, and another NED was appointed following a competitive recruitment process
Decide remuneration and terms of conditions for Chair and other NEDs	✓	New remuneration levels were approved at the CoG meeting in January 2013, and came into effect from 1 April 2013. During 2013/14 the CoG has approved a Chair and NED Remuneration Policy
Approve appointment of Chief Executive	N/A	No new appointment was made in 2013/14
Approve significant transactions	N/A	No significant transactions required approval in 2013/14
Approve an application by the Trust to enter into a merger, acquisition, separation or dissolution	N/A	No such applications occurred in 2013/14
Decide whether the Trust's non-NHS work would significantly interfere with its 'principle purpose'	N/A	This was not required during 2013/14
Approve amendments to the Constitution	✓	Constitutional amendments were approved by the CoG in both April 2013 and March 2014

6. Delivery of other duties and functions of the CoG

- 6.1 There are general duties for the governors in relation to holding the Board of Directors to account for the performance of the Trust via the Non Executive Directors, and representing the interests of the members and the public.
- 6.2 A range of mechanisms have been in place to support the governors with their holding to account role, including:
- six Board meetings in public have been held, and governor attendance at these has been strongly promoted
 - the Trust ensures that the governors receive the papers for Board meetings one week ahead of the meeting, and the minutes on a timely basis subsequent to the meeting having taken place
 - governors have been invited to 'buddy up' with one of the Trust's NEDs to help develop their understanding of how the NEDs seek assurance over the day to day running of the organisation
 - all formal meetings of the CoG include an update from the Chief Executive on operational performance and other key issues, with an opportunity for governors to ask questions. In addition, there have been specific sessions on clinical quality assurance, financial management, and operational planning where the NEDs have outlined how they seek assurance and hold the Executive Directors to account.
- 6.3 During 2013/14, a number of the Trust's governors attended at least one of the Board meetings in public, and two of the six Board meetings in 2014/15 will be held in the evening to help facilitate greater governor attendance.
- 6.4 The work of the Membership and Engagement Committee (see below) has been key to the governor's other general duty of representing the interests of the members and the public.
- 6.5 During the course of the year, governors have attended a range of membership recruitment and engagement events, and used other opportunities to meet with Trust members and members of the public to ascertain their views on the Trust.

CoG SUB-COMMITTEES

7. Nominations Committee

- 7.1 One of two formal sub-committees, and a statutory requirement, the CoG has established a Nominations Committee, which is chaired by the Trust Chairman and has four other governor members (the Lead Governor and one governor each from the categories of Local Authority, Staff and Public).

7.2 The Nominations Committee has met on five occasions during 2013/14, and meeting attendance levels can be seen at Appendix A.

7.3 During the year, and with delegated authority from the CoG, the Nominations Committee has:

- overseen the process for the appointment of a new NED, and the re-appointment of an existing NED, making recommendations as appropriate to the full CoG
- considered NED succession planning arrangements which will help shape future decisions regarding Chair and NED appointments
- developed a Chair and NED Remuneration Policy, which was approved by the CoG in December 2013
- finalised arrangements for the 2013/14 appraisals of the Chair and NEDs

8. Membership and Engagement Committee

8.1 The CoG has established a Membership and Engagement Committee, whose main role is to recommend strategies to the CoG for the recruitment of, and engagement with, Trust members.

8.2 The Membership and Engagement Committee ended the year with six members (it had nine members for a time during the year), comprising four public governors, one staff governor, and one appointed partner charity governor. Membership of the Committee is currently being reviewed.

8.3 During the year, the Membership and Engagement Committee has:

- developed a strategy for membership engagement and communication, and a governor toolkit to help support membership recruitment and engagement activities
- helped shape the delivery of a member satisfaction survey and analysed the results
- overseen the arrangements for the Trust's second Annual Members Meeting in September 2013

GOVERNOR SUPPORT, TRAINING AND DEVELOPMENT

9. Support, training and development

9.1 The Trust has a formal duty to ensure that governors are equipped with the skills and knowledge they require to undertake their role. During the course of the year, the Trust has supported governors extensively in this respect. In addition to the mechanisms outlined in section 6 to support the general duties of governors, the Trust has:

- provided a comprehensive and tailored induction programme for all new governors;
- held two internally-led training sessions on quality and patient safety and financial management;
- provided access to relevant external training as provided by Monitor, the Foundation Trust Network and the Foundation Trust Governors Association
- implemented an informal 'buddying' scheme between individual governors and NEDs
- provided the opportunity for governors to participate in Emergency Operations Centre tours, crew ride-outs, and ambulance station visits to help support their understanding of the Trust and its business;
- issued regular briefings and bulletins, and established a governor portal to provide access to key materials and information

CONCLUSIONS AND PRIORITIES FOR 2014/15

10. Conclusions

- 10.1 The Council of Governors has overseen some major achievements during 2013/14 and helped contribute to the overall success of the Trust. Additionally, the new statutory duties that came in during the year, linked to the Health and Social Care Act 2012, have been effectively delivered.
- 10.2 It is considered that the Council of Governors has a good working relationship with the Board of Directors, and directors regularly attend Council of Governors meetings to answer questions, participate in discussions, and help the governors deliver their statutory duties. In turn, the Trust has benefitted from the perspectives brought by a diverse group of governors, and this was demonstrated in the process to develop the two-year operational plan that was submitted to Monitor in April 2014.

Priorities for 2014/15

- 11.1 The CoG has identified the following priorities for 2014/15:
- with a continually growing membership that now stands at 15,600 (public and staff), further developing arrangements for engaging with the Trust's membership and ensuring that the interests of members are suitably represented and that their views are brought to the attention of the Trust
 - given the challenges, including financial, faced by the NHS, continuing the strong focus that the governors have in terms of holding the Board to account, via the Non Executive Directors, for the performance of the Trust;

- overseeing the appointment/re-appointment process for a number of Non Executive Director positions that are due to expire in 2014/15
- ensuring that successful public and staff governor elections are held in late 2014, with high levels of membership engagement
- contributing to the development of the Trust's future strategic priorities and forward plans
- continuing to review the effectiveness of the Council of Governors to ensure that the governors are appropriately supported to deliver their roles, that value is added where appropriate, and the functioning of the CoG is delivered in the most cost effective way.

Steve Garside
Company Secretary
15 April 2014

DRAFT

Appendix A: Governor activity 2013/14 vs Annual Charter of Expectations

	ESSENTIAL										HIGHLY DESIRABLE		Other
	A	Ai	B	C	D	E	F	G	H	I	J		
	Formal CoG (4 of 5)	Formal Additional CoG (1 of 1)	Public Board (1 of 6)	Noms Comm. (75%)	M&E Comm. (75%)	Strategy Event (attend)	Engage. Events (Min of 2)	Engage. Events (Min of 1)	Staff feedback (Min of 1)	Training sessions (1 of 2)	AGM / AMM (attend)		
GOVERNORS WHO HAVE SERVED THE FULL YEAR													
K Adenubi	4/5	1/1	0/6	N/A	N/A	Y	2	N/A	N/A	1/2	N		
P Carnell	5/5	1/1	1/6	N/A	N/A	Y	1	N/A	N/A	2/2	N		
P Conafray	2/5	1/1	0/6	N/A	2/4	Y	3	N/A	N/A	0/2	N		
B Duggan	5/5	1/1	3/6	4/5	3/4	N	4	N/A	N/A	2/2	Y	E&D	
M Hampton	5/5	1/1	0/6	5/5	N/A	N	2	N/A	N/A	0/2	Y		
D Ridley	5/5	1/1	2/6	N/A	4/4	Y	4	N/A	N/A	2/2	Y		
T W-Shaw	5/5	1/1	1/6	N/A	3/4	Y	2	N/A	N/A	1/2	Y		
E Cottrell	2/5	1/1	0/6	4/5	N/A	N	N/A	0	0	1/2	N	PERG	
J Donne	2/5	0/1	0/6	N/A	N/A	Y	N/A	0	0	0/2	N		
C Fowler	5/5	0/1	0/6	N/A	N/A	Y	N/A	0	0	2/2	N		
D Palmer	4/5	1/1	1/6	N/A	N/A	Y	N/A	2	0	0/2	Y		
C Watts	1/5	0/1	0/6	N/A	0/4	N	N/A	0	0	0/2	N		
K House	3/5	1/1	1/6	1/5	N/A	Y	N/A	0	N/A	2/2	N		
B Lipscomb	4/5	1/1	3/6	N/A	3/4	Y	N/A	2	N/A	1/2	N	CRG	
GOVERNORS WHO HAVE SERVED A PART YEAR													
J Bremner (1)	1/1	N/A	0/2	N/A	N/A	Y	0	N/A	N/A	N/A	N/A		
S Chetcuti (2)	2/3	1/1	2/4	N/A	N/A	Y	N/A	2	N/A	1/1	Y		
D Chilvers (3)	2/4	1/1	0/2	N/A	N/A	Y	N/A	0	N/A	1/1	N		
G Clark (4)	2/3	1/1	2/4	N/A	2/4	N	7	N/A	N/A	0/2	N		
J Cotterell (5)	1/1	N/A	1/1	N/A	N/A	Y	0	N/A	N/A	N/A	N/A		
I Hammond (6)	1/1	N/A	1/1	N/A	N/A	Y	0	N/A	N/A	N/A	N/A		
S Hoare (7)	1/3	0/1	0/5	N/A	N/A	N	N/A	0	N/A	0/2	N		
D Johnson (8)	0/1	N/A	1/1	N/A	N/A	Y	0	N/A	N/A	N/A	N/A		
T Kelly (9)	1/1	N/A	0/1	N/A	N/A	Y	0	N/A	N/A	N/A	N/A		

	ESSENTIAL									HIGHLY DESIRABLE		Other
	A	Ai	B	C	D	E	F	G	H	I	J	
	Formal CoG (4 of 5)	Formal Additional CoG (1 of 1)	Public Board (1 of 6)	Noms Comm. (75%)	M&E Comm. (75%)	Strategy Event (attend)	Engage. Events (Min of 2)	Engage. Events (Min of 1)	Staff feedback (Min of 1)	Training sessions (1 of 2)	AGM / AMM (attend)	
A Glass (10)	3/3	1/1	2/4	N/A	N/A	Y	N/A	1	N/A	1/1	Y	
S Lacey (11)	1/1	N/A	0/1	N/A	N/A	N/A	N/A	0	N/A	N/A	N/A	
B Playfoot (12)	3/3	1/1	0/4	N/A	N/A	N/A	2	N/A	N/A	1/2	N	
A Read (13)	4/4	0/1	0/5	N/A	3/4	Y	1	N/A	N/A	2/2	N	E&D
R Ryan (14)	2/3	1/1	0/3	N/A	2/3	N/A	5	N/A	N/A	2/2	N	PERG
M Shread (15)	1/1	N/A	1/1	N/A	N/A	Y	0	N/A	N/A	N/A	N/A	
A Tottle (16)	3/4	0/1	1/5	N/A	N/A	Y	10	N/A	N/A	0/2	Y	

(1) (5) (6) (8) (9) (11) (15)
(2) (10)
(3)
(4) (7) (14) (16)
(12)
(13)

Term of office commenced 1 March 2014
Term of office commenced 1 August 2013
Term of office commenced 1 July 2013
Term of office ended on 28 February 2014
Resigned in December 2013
Resigned in March 2014

ESSENTIAL

- A) Attend at least 4 of the 5 formal CoG meetings held each year (unless there are exceptional circumstances), or 80% of the meetings held, having prepared and read the papers in advance
 - Ai) Attend the additional formal CoG meeting which was held on 9 December 2013 – as this was an extraordinary meeting, governors will NOT be assessed against this requirement
 - B) Attend at least 1 of the 6 Board meetings in public held each year, and ideally 2 (unless there are exceptional circumstances), in order to observe first-hand the NEDs holding the executives to account for the performance of the Trust
 - C) Nominations Committee members only – attend at least 75% of committee meetings held each year
 - D) Membership & Engagement Committee members only – at least 75% of committee meetings held each year
 - E) Attend the strategy workshop that is held each year so that governors can bring forward the views of their constituents and help develop the Trust's Annual Forward plan
 - F) Attend at least 2 membership engagement / constituency events each year – public governors only
 - G) Attend at least 1 membership engagement / constituency events each year – staff and appointed governors only
 - H) Staff governors only - hold at least 1 event each year to feedback to constituents on the work of the CoG
- Also: ALL GOVERNORS - undertake sufficient activity to ensure an appropriate understanding of the NHS and SCAS, and the governor role, and to keep abreast of new developments
- Also: ALL GOVERNORS - each governor should be able to demonstrate and evidence to the Council of Governors that they have engaged with Trust members and members of the public, and can genuinely represent the wider views of the public rather than purely their own or those of a small circle.
- Also: APPOINTED PARTNER GOVERNORS ONLY - ensure appropriate feedback to constituents on the work of the CoG

HIGHLY DESIRABLE

- I) Attend at least 1 of every 2 governor workshops that are held each year for the purposes of ensuring that governors are equipped with the skills and knowledge they need to discharge their duties appropriately (e.g. finance, quality and safety workshops)
- J) Attend the Annual General / Members Meeting

COUNCIL OF GOVERNORS

Meeting:	Council of Governors
Date of Meeting:	14 May 2014
Title of Paper:	Reports from the Membership & Engagement Committee and Nominations Committee
Presented by:	Steve Garside, Company Secretary
Paper for Debate, Decision or Information:	Information
Main Aim:	To present update reports from the two formal sub-committees of the Council of Governors.
Summary of key points for consideration:	<p>A report is presented from the Membership and Engagement Committee, and a verbal commentary will be provided by the Chair of the Committee, David Ridley</p> <p>A report is presented from the Nominations Committee, and a verbal commentary will be provided by the Chair of the Committee, Trevor Jones</p>
Recommendations or Outcome Required :	To note the reports from the Membership & Engagement Committee and Nominations Committee
Previous Forum:	March 2014
Statutory Requirements Met:	N/A
Contact in case of query concerning this paper:	Steve Garside, Company Secretary, 01869 365032



REPORTS FROM THE MEMBERSHIP & ENGAGEMENT COMMITTEE AND NOMINATIONS COMMITTEE

MEMBERSHIP AND ENGAGEMENT COMMITTEE

The Membership and Engagement Committee have met once since the last Council of Governors Meeting, on 22 April 2014, and the minutes of the meeting can be seen at Appendix A.

In noting the minutes the Council of Governors are asked to:

- approve changes to the membership of the Membership and Engagement Committee, following the recent elections process, such that the revised membership becomes: *David Ridley (Chair), Patrick Conafray (Vice-Chair), Bob Duggan, Barry Lipscomb, Tim Windsor-Shaw, Jon Cotterell, Ian Hammond, Dave Johnson, Mike Shread and Carol Watts*. This remains consistent with the membership requirements set out in the terms of reference
- note that any governor who is not a member can attend a meeting of the Membership and Engagement Committee to help provide an input and find out more about the work of the Committee
- if not already done, return their completed governor engagement proforma to the Trust's Membership Officer so that the Membership Engagement Plan for 2014/15 can be finalised.

NOMINATIONS COMMITTEE

The Nominations Committee last met on 17 February 2014 to discuss arrangements for the 2013/14 Chair and NED appraisals, which are currently underway.

The Nominations Committee will be meeting shortly to discuss succession planning arrangements, as well as the process for reviewing the NED terms of office that are due to expire in 2014/15. A paper on this will be presented to the CoG at its meeting on 1 October 2014.

Steve Garside
Company Secretary
25 April 2014

APPENDIX A - MEMBERSHIP AND ENGAGEMENT COMMITTEE MINUTES 22.4.14

Minutes of the tenth meeting of the South Central Ambulance Service NHS Foundation Trust Membership and Engagement Committee held on 22 April 2014 at Northern House, Bicester

Present: David Ridley, Public Governor (Buckinghamshire) and Committee Chair
Patrick Conafray, Public Governor (Oxfordshire)
Bob Duggan, Public Governor (Buckinghamshire)
Barry Lipscomb, Partner Governor
Tim Windsor-Shaw, Public Governor (Oxfordshire)

In attendance: Jon Cotterell, Public Governor (Hampshire)
Ian Hammond, Public Governor (Berkshire)
Dave Johnson, Public Governor (Buckinghamshire)
Mike Shread, Public Governor (Oxfordshire)
James Underhay, Director of Strategy and Business Development,
Communications and Engagement
Steve Garside, Company Secretary
Monica Moro, Membership Officer

Apologies: None

Not present: Carol Watts, Staff Governor

MEC14/001

Chair's Welcome and Apologies for Absence

The Chair welcomed all present to the meeting, including four of the recently elected governors who had accepted an invitation to attend the meeting and find out more about the work of the committee.

It was noted that Carol Watts was not present for the meeting.

MEC14/002

Declaration of Interests

No new interests were declared.

MEC14/003

Minutes from Meeting of 21 November 2013

The minutes were approved without amendment, subject to a post meeting note being added to explain that the stated next meeting (15 January 2014) did not take place.

MEC14/004

Matters Arising from Meeting of 21 November 2013

In respect of action 13/040b, Monica Moro explained that she had issued the governor engagement proforma to all of the governors, in order to help build a plan of engagement activity for 2014/15, but that not all of the governors had returned a completed version. It was agreed that action 13/040b had not been completed and that Monica Moro would write to those governors who had not yet submitted their proforma.

Action 14/004a

Monica Moro to contact those governors who have not yet completed and returned the governor engagement proforma.

Action 14/004b

Monica Moro to present the full 2014/15 engagement plan at the next meeting, showing the activities/events each governor is participating in.

MEC14/005**Foundation Trust Membership Plan 2014/15**

The Committee discussed the plan, with the following key points noted:

- the breakdown of the public membership figures in table 1 needed to be checked to ensure that they cast correctly (for example, male:female breakdown)
- the most successful engagement events tended to be those where front-line staff were in attendance and/or a practical demonstration of equipment (e.g. defibrillators) was being given
- SCAS could use local newspapers to highlight the fact that the Trust and its governors would be willing to attend any relevant meeting to talk about the Trust and its work
- Parish Council meetings, events at GP surgeries, and summer fetes were suggested as being useful initiatives for SCAS to pursue from an engagement perspective
- the importance of attracting, and engaging with, younger members was reinforced; an event has been arranged at the Royal Grammar School, and similar opportunities could be considered for other local schools

Action 14/005

Monica Moro to take forward the discussions on the 2014/15 Foundation Trust Membership Plan and action accordingly.

MEC14/006**Proposal re Reading Football Club**

Ian Hammond provided the background to his proposal, which would essentially involve SCAS having designated time and facilities at a Reading FC home match to increase public awareness of the work of the Trust and recruit new members.

The Committee members supported the proposal, which if successfully arranged could be used as a pilot prior to pursuing similar opportunities across the South Central region, including at well-attended sporting events.

It was agreed that James Underhay would take the proposal forward, and Barry Lipscomb highlighted that the Hampshire and Isle of Wight Air Ambulance Charity would be delighted to support any such event.

Action 14/006

James Underhay to take forward and action the proposal for SCAS to deliver an engagement event at Reading Football Club.

MEC14/007**Member Satisfaction and Patient Care Survey 2014**

Committee members considered the proposed member satisfaction and patient care survey for 2014, noting that a 10% response rate for last year's equivalent had been achieved.

It was agreed that the survey would be 'tested' with some lay people prior to being launched, and that the Committee would then sign-off the final version (via email) prior to launch in June. It was agreed to consider whether the work of the Air Ambulance Charities could be reflected in some of the questions.

Action 14/007

Monica Moro to 'sense check' the survey with some appropriate individuals, and ensure sign-off by the Membership and Engagement Committee prior to launch.

MEC14/008

Public and Staff Governor Elections 2014

Steve Garside discussed how the Trust wanted to ensure greater levels of member engagement in the 2014 elections, both in terms of members standing to become governors and taking part in the voting process.

It was agreed that more could be done as part of promoting the elections to reflect on the experiences of the current governors, including their work and how they add value. It was agreed that a committee member from each of the public constituencies would provide Steve Garside with a statement/some quotes to be used accordingly.

Steve Garside added that he would also seek some comments from the Non Executive Directors on their perceptions of the contribution made by the governors.

Action 14/008

Members of the Membership and Engagement Committee to provide Steve Garside with some views on their experiences of being a SCAS FT governor, by cop Friday 2 May.

MEC14/009

Membership and Engagement Committee Terms of Reference

The Committee agreed that the meetings would continue to be held quarterly, alternating between Bicester and Otterbourne.

It was noted that the terms of reference provided for up to ten members and, following the recent elections, the Committee currently had six members. It was therefore agreed that the four new governors in attendance would join the Committee, but that the remaining governors would still be welcome to attend a meeting / contribute to the work programme.

Steve Garside advised that a small number of amendments did need to be made to the terms of reference (for example, to reflect James Underhay's involvement with the committee) and that he would circulate an updated version for information.

Action 14/009

Steve Garside to update and circulate the amended Terms of Reference.

MEC14/010

Any Other Business

There were no other items of business.

MEC14/011

Date of Next Meeting

The next meeting will take place at 6.00pm on 7 July 2014 at Otterbourne.