

## Yeovil Hospital Engagement Event and Annual General Meeting (AGM)

Wednesday 30 September 2020 at 17:30 – 19:00  
Webex Events

### About the Event

This event is an opportunity to hear about the exciting developments at the hospital, as well as the changes taking place, and the work that is being done to improve patient care and experience.

### Annual General Meeting (AGM)

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|---|---|-----------------------|
| 1 | <b>Welcome from the Chairman and to Approve the Minutes of the AGM held on 19 September 2019</b>  | Verbal and Appendix 1 |
| 2 | <b>Overview of the Year - Chief Executive</b><br>(to include financial performance and key developments)  | Presentation          |
| 3 | <b>Yeovil Hospital's COVID-19 Response</b>  | Presentation          |
| 4 | <b>Lead Governor Report</b>   | Appendix 2            |
| 5 | <b>To Receive the Annual Report and Accounts 2019/20:</b><br><a href="http://www.yeovilhospital.co.uk/about-us/corporate-information/">http://www.yeovilhospital.co.uk/about-us/corporate-information/</a> (under "publications") |                       |
| 6 | <b>To Approve Changes to the Trust Constitution</b>   | Appendix 3            |
| 7 | <b>Any Other Business and Questions from the Public</b>   | Verbal                |

## ANNUAL GENERAL MEETING

Minutes of the Annual General Meeting held on  
Thursday 19 September 2019 at Yeovil District Hospital

**Attendance:** The meeting was attended by members of the Board of Directors, the Council of Governors, hospital members, the public and Trust staff.

No	
<p><b>1</b> 1.1</p>	<p><b>WELCOME FROM THE CHAIRMAN</b> The Chairman, Paul von der Heyde, welcomed everyone to the Annual General Meeting (AGM). He said that it had been a challenging year for the organisation but that there was also a lot to celebrate.</p>
<p><b>2</b> 2.1</p>	<p><b>MINUTES OF THE PREVIOUS MEETING</b> Paul von der Heyde advised that the minutes of the Annual General Meeting held on 26 September 2018 were available on the Trust's website. These were <b>approved</b> as a true and accurate record.</p>
<p><b>3</b> 3.1  3.2  3.3  3.4  3.5</p>	<p><b>OVERVIEW OF THE YEAR</b> Jonathan Higman, Chief Executive, presented an overview of performance in 2018/19. The Trust had been inspected by the Care Quality Commission (CQC) in December 2018 and January 2019 with the report published in May 2019. The Trust's overall rating remains unchanged, inspectors noted that clear progress has been made in a number of areas since the previous inspection. Across two domains, the highest Outstanding rating was achieved, for the Responsiveness of Urgent and Emergency Services and Caring within Maternity Services. Jonathan Higman reported that the hospital's core services were rated as Good for being effective, caring, responsive and well-led. The rating included 35 Good or Outstanding ratings in a total of 39 inspection themes. Jonathan Higman said that the CQC said that overall YDH "...has worked incredibly hard to embed the improvements we requested from our previous inspections" and congratulated the Trust for the work done to improve services.</p> <p>The Trust's Use of Resources report was published at the same time. The Trust had been rated as Inadequate for using its resources productively. Therefore, the combined rating for the Trust was Requires Improvement. The Use of Resources rating is recognised and robust action plans are planned to address the points arising and to reduce the elements of the financial deficit within the Trust's control along with demonstrating better oversight of financial governance.</p> <p>Jonathan Higman provided an overview of the drivers behind the organisation's deficit; there were three main causes: structural, strategic and operational causes. He provided an overview of the differences between these, with some aspects outside of YDH's control and relate to national funding allocations and some parts to be addressed by the wider Somerset system.</p> <p>Jonathan Higman presented the high level performance figures for YDH, highlights of which included the admission of over 47,000 patients during the year, and seeing nearly 56,000 attendances within the emergency department, where demand was growing around 10.8% from the previous year. Despite this growth in demand, the hospital retained strong performance with waiting times, with 96.8% of patients waiting less than four hours. The Trust was therefore one of the top three performing emergency departments within the country and one of only eight to achieve the target for the year.</p> <p>Performance against the 62 day cancer treatment target was 80.2% against the 85% target. The Trust has a recovery plan in place to restore performance in this area. In</p>

	<p>terms of diagnostic waiting times, 99.7% of patients were seen within the six week target for diagnostic tests. This is extremely positive.</p>
3.6	<p>In 2018/19, the Trust recruited 54 new doctors and consultants and 103 new nurses (including unregistered nurses and students). Yeovil Hospital continues to be successful in the recruitment of overseas staff and has supported nine organisations in their recruitment. 117 nurses have been recruited for YDH in total and 389 recruited for other organisations. YDH has been shorted for a number of national awards for recruitment services.</p>
3.7	<p>For the 2018 staff survey, the Trust's response rate was 71%, which was the highest response rate in the country. YDH was also rated as the best trust in the NHS for staff health and wellbeing, and best in the south for staff engagement, staff morale, quality of care and quality of line management.</p>
3.8	<p>Jonathan Higman provided an overview of the Trust's finances with the 2018/19 year end position of a £19million deficit. Despite this deficit position, the Trust achieved cost improvement plans amount to £6.1million across the hospital group. In 2018/19, the Trust invested £5.1million in capital projects, including the development of the Frailty Assessment Unit, the new sleep clinic, and the relocated and refurbished pre-operative assessment unit. A significant amount of capital backlog maintenance was also completed in the year.</p>
3.9	<p>Jonathan Higman explained that YDH owns or has shares in a number of subsidiary companies, including Simply Serve Limited (which delivers property management and other services to the hospital group), Symphony Healthcare Services Limited (which provides primary care via a number of integrated GP practices) and Daycase UK (which is a joint venture with ASI to deliver efficient day case activity). Symphony Healthcare Services now manages 13 practices and care for 79,000 patients. The integrated practices had reduced the level of inpatient demand on the acute hospitals through different ways of providing care and supporting patients at home. Simply Serve Limited are working with a series of organisations, including the Clinical Commissioning Group, United Kingdom Hydrographic Office and Somerset Care. The company was also rated as having the eighth best procurement service nationally.</p>
3.10	<p>Donations have been received from over 3,000 people to Yeovil Hospital Charity in 2018/19 amounting to £483,725. During the year, the Breast Unit Appeal was launched. This is for the development of a new centre to provide high quality care for breast cancer patients in one location. In addition, there were donations of £99,424 from the League of Friends.</p>
	<p><b>Lead Governor Report</b></p>
3.11	<p>Alison Whitman, Lead Governor, provided an introduction of the Council of Governors' role (which is made up of governors elected by the hospital's public members, staff governors and appointed governors) including the observing the Board of Directors, having oversight of finance, performance, and challenging and holding the Board to account. The Governors attend working groups to look at specific areas and also attend at Board and Board Assurance Committee meetings.</p>
3.12	<p>Alison Whitman said the Council of Governors receive regular updates on the work of the Trust and are able to feedback the views of members of the public etc. She said there was a strong collaborative relationship between the Board of Directors and the Council of Governors.</p>

3.13	Each year, the Governors choose to review and monitor a Governor Indicator. In 2018/19, the rate of overnight discharges from the hospital was selected. Alison Whitman reported that there had been a gradual positive decrease in the rate of overnight discharges since March 2018.
3.14	During 2018/19, the Governors undertook a number of Governor Surgery events, with the aim to seek direct feedback from members of the public on the services provided by Yeovil Hospital, and also to recruit new Foundation Trust Members. These events had been successful.
<b>4</b>	<b>RECEIPT OF THE ANNUAL REPORT, QUALITY REPORT, ANNUAL ACCOUNTS</b>
4.1	The Chairman presented the Annual Report, Accounts and Quality Report 2018/19. He advised that the documentation had been scrutinised by the Audit Committee, approved by the Board of Directors and received by the Council of Governors following a rigorous audit process undertaken by KPMG. The full documentation is on the Trust's website at: <a href="http://www.yeovilhospital.co.uk/about-us/corporate-information/">http://www.yeovilhospital.co.uk/about-us/corporate-information/</a> . Representatives from KPMG were in attendance and provided assurance on the audit process on the various reports.
4.2	Paul von der Heyde asked if members in attendance were happy to formally receive the reports. The reports were formally <b>received</b> by the Trust Members.
<b>5</b>	<b>ANY OTHER BUSINESS AND OPPORTUNITY FOR PUBLIC QUESTIONS</b>
5.1	There was no any other business. There was an opportunity for questions/comments from attendees which were answered by Board members in attendance.
<b>6</b>	<b>FINAL REMARKS</b>
6.1	The meeting was closed by Chairman. He wished to express thanks to staff, volunteers, members, governors, NEDs, executive team/Board and a big thanks to Jonathan Higman and the wider executive team.

<b>REPORT TO:</b>	Yeovil Hospital Annual General Meeting
<b>REPORT BY:</b>	Alison Whitman, Lead Governor
<b>REPORT TITLE:</b>	Governors' Report 2019/20
<b>DATE:</b>	30 September 2020

## Introduction

As a Foundation Trust, Yeovil District Hospital (YDH) has a Council of Governors. The Council of Governors is made up of public and staff governors elected by the membership and appointed governors from Clinical Commissioning Groups and local authorities.

NHS foundation trust governors are the individuals that bind a trust to its patients, staff, and local stakeholders. They are direct representatives of local interests within the governance structure of the trust. The functions they perform go beyond community liaison; they have statutory responsibilities with the potential to have a significant effect on the management of the trust.

## Council of Governors

The Council of Governors meets on a quarterly basis and comprises 13 elected public governors, four elected staff governors, three local authority governors and four other partnership governors. The organisations currently specified as Partnership Organisations that may appoint a partnership governor are NHS Somerset Clinical Commissioning Group (CCG), NHS Dorset CCG and the subsidiary companies of the Trust as one "Partnership Organisation Group", which may appoint up to two members to the Council of Governors.

During 2019/20, the Council of Governors discharged its statutory duties. The governors contributed to the development of the Trust's forward plans and reviewed key aspects of finance, performance and quality through its various activities. They received the annual accounts and the annual report at the annual general meeting. To comply with its role to hold the Non-Executive Directors to account, the Council of Governors regularly met with them and requested updates and attended meetings of the Board and its assurance committees. The Governors also undertook regular "Governor Surgeries" and participated in regular events in the community to gain direct feedback from members of the public.

### Governor meeting attendance (2019/20)

Board of Directors and its committees/groups (governors observe in attendance)

- **Board Committees:** audit, governance, finance, workforce, patient experience and engagement, risk assurance
- **Board of Directors**
- **Quality Committee**

Council of Governors and its working groups

- **Council of Governors**
- **Appointments Committee**
- **Governor Working Groups:** strategy & performance, membership & communications

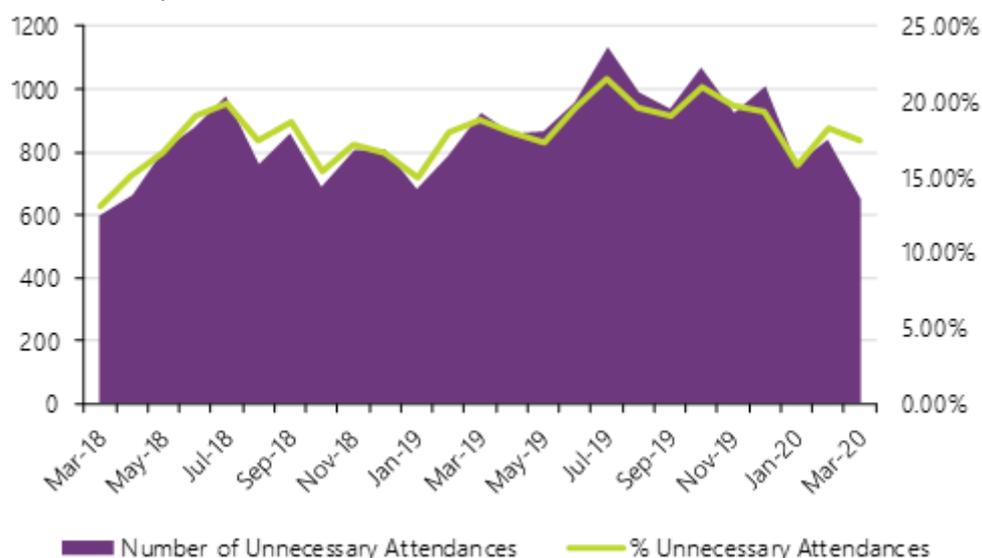
CoG Attendance*	
Public Governors	77%
Staff & Partnership Governors	76%
Combined	76%

\*Indicates the total attendance of governors over four meetings of the Council of Governors

### Governor Indicator – “Unnecessary Attendances”

In 2019/20, the Governors chose to review and monitor the rate of “Unnecessary Attendances”. This is defined as “*First attendance with some recorded treatments or investigations all of which may have been reasonably provided by a GP, followed by discharge home or to GP care*”. There had been variation in the rate of Unnecessary Attendances throughout the 2019/20 financial year, as show in the Graph 1.

Graph 1 – Unnecessary Attendances



Additional notes	Count	Diff	% Diff
• Unnecessary A&E Attendances YTD:	<b>11,001</b>	<b>+1,365</b>	<b>+12.41%</b>
• Unnecessary A&E Attendances YTD LY:	9,636		
• A&E Attendances YTD:	<b>58,140</b>	<b>+2,426</b>	<b>+4.35%</b>
• A&E Attendances YTD LY:	55,714		

### Statement from Governors

This has been another busy year for YDH but, despite all the pressures, standards have been maintained. Referral to treatment performance has been strong, the emergency department has consistently performed amongst the top trusts in the country and tight financial management has led to a break-even position by the end of the year.

The trust has achieved a number of national awards recognising excellent efforts and achievements for staff and patients. These include staff health and wellbeing, retention and recruitment, as reflected in the very positive staff survey, and strong patient care, especially excellent maternity care and ambulatory emergency care.

The trust has provided a strong response to the challenge of COVID-19. The staff have been exceptional and maintained their positive attitudes, there have been physical changes and changes in practice across the site and there has been closer linking with the Somerset

Foundation Trust, which has supported both organisations to provide the best care for patients.

The governors would like to congratulate and thank all staff involved in these many successes through some very challenging times.

<b>REPORT TO:</b>	Annual General Meeting
<b>REPORT BY:</b>	Ben Edgar-Attwell, Company Secretary
<b>PRESENTED BY:</b>	Paul von der Heyde, Chairman
<b>REPORT TITLE:</b>	Changes to Yeovil Hospital Constitution
<b>DATE:</b>	30 September 2020

**Purpose of Paper (Please select any which are relevant to this paper)**

<input type="checkbox"/> For Assurance	<input checked="" type="checkbox"/> For Approval / Decision	<input type="checkbox"/> For Information
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<b>Reason for Presentation to Committee/Board</b>	The attached paper outlines amendments to the Yeovil District Hospital Constitution and Council of Governors Standing Orders in order to mitigate the impact of COVID-19 on the Council of Governors.
<b>Any Key Issues to Note</b>	<p>As a result of advice received relating to suspending Council of Governor elections during the COVID-19 pandemic, a number of Governors' terms of office were due to expire on 31 May 2020. This would have resulted in the Trust not having a quorate Council of Governors (i.e. there would not have been a majority public governor split as required within the Trust's Constitution and Standing Orders at that time).</p> <p>The amendments outlined below allow the Trust to retain a quorate Council of Governors in the event that elections are unable to take place.</p>

**Proposed Changes to the Yeovil District Hospital NHS Foundation Trust Constitution**

As a Foundation Trust, Yeovil District Hospital NHS Foundation Trust (YDH) has a Council of Governors, made up of Public, Staff and Appointment Governors. On an annual basis, YDH undertakes elections for public governors to its Council of Governors.

In 2020, a number of Governors' terms of office were due for re-election with current terms due to end on 31 May 2020.

<b>Constituency</b>	<b>Vacancies</b>	<b>Term Length</b>
Greater Yeovil	1	3 years
South Somerset (S&W)	1	3 years
South Somerset (N&E)	2	3 years
Mendip	1	3 years
Rest of Somerset & England	1	3 years

The notice of elections and nominations were due to open on Monday 23 March 2020. On 12 March 2020, the World Health Organisation (WHO) declared the novel coronavirus outbreak as a pandemic, and on the advice of NHS Providers and NHS England/Improvement, YDH took the decision to postpone the governor election process for 2020. The guidance at the time stipulated that governor elections should not take place for the foreseeable future.

Elected governor terms of office are set out in primary legislation as 3 years (Paragraph 10 (1) of Schedule 7, National Health Service Act 2006 as amended by the Health and Social Care Act

2012). Any elected governor will cease to be a governor after 3 years notwithstanding what constitutional provisions are made.

#### Quorum of Meetings:

As per the Trust's Constitution, the Trust's Standing Orders must make provision on the quorum of Council of Governors meetings. The previous wording was:

#### *Standing Order 5.12:*

*5.12.2 At a Council meeting, no business shall be transacted unless at least thirteen members of the Governors is present and the majority of those Governors present are members of the Public Constituency of the Trust.*

As YDH was unable to extend the Governors' terms of office, the Trust was at risk of not achieving the above quorum requirements (the majority to be public governors) in the event that all governors attend the meeting.

The breakdown would be as following from 1 June 2020:

**Total Governors = 16**

**Public Governors = 7**

#### **Changes made:**

The Trust continued to invite all outgoing governors to attend and receive Governor related meetings/correspondence so as not to disenfranchise any member of the public from relevant constituencies. The election process for the vacant positions commenced as soon as the Trust was able to satisfy itself that a sufficient turnout will be achieved to make this a meaningful election and upon the advice of NHS Providers.

In addition, item 2.7 of Annex 2 within Trust's Constitution was amended with the additional wording provided in bold italics:

*2.7 Quorum, which must provide for there to be a majority of public Members at any meeting, **with the exception of instances in which circumstances or an unforeseen event has brought about an inability to continue to hold public governor elections. In this instance, a majority of public governors would not be required.***

Standing Order 5.12.1 of the Trust's *Combined Standing Orders for the Practice and Procedure of the Board of Directors and the Council of Governors* was also amended with the additional wording provided in bold italics:

*5.12.2 At a Council meeting, no business shall be transacted unless at least thirteen members of the Governors are present and the majority of those Governors present are members of the Public Constituency of the Trust, **with the exception of instances where circumstances or an unforeseen event has brought about an inability to continue to hold public governor elections. In this instance, a majority of public governors would not be required.***

The above changes were reviewed and discussed by both the Board of Directors and the Council of Governors where the proposed changes were approved. Any amendments to the Constitution are to be presented at the Annual General Meeting and the Trust is required to provide an opportunity to give the Members an opportunity to vote on whether they approve the amendment. If more than half of the Members present and voting at the Annual General Meeting approve the amendment, the amendment continues to have effect; otherwise, it ceases to have effect and the Trust must take such steps as are necessary as a result.

#### **Recommendation**

It is recommended that the Members **approve** the changes to the Trust's Constitution as outlined above.