

Annual Members' Meeting Tuesday 27 September 2022 1430h* Venue: Lecture Theatre, Education Centre, Clinical Resource Building, RVI

Agenda

Item	Lead	Paper	Timing
Discussion items			
1	Welcome and Introductions	Professor Sir John Burn	Verbal 14:30 – 14:35
2	Minutes of the meeting held on 28 September 2021 and Matters Arising	Professor Sir John Burn	Attached 14:35 – 14:40
3	Review of the Year and Annual Report for 2021/22	Dame Jackie Daniel, Chief Executive	Presentation 14:40 – 14:55
4	Quality and Patient Safety	Angela O'Brien, Director of Quality & Effectiveness	Presentation 14:55 – 15:10
5	Annual Accounts for 2021/22	Jackie Bilcliff, Finance Director and Cameron Waddell, Partner at Mazars LLP	Presentation 15:10 – 15:25
6	Questions and closing remarks	Professor Sir John Burn	Verbal 15:25 – 15:30

** The formal meeting begins at 2.30pm and prior to this, a marketplace will be held whereby a number of our staff groups will be showcasing their innovative services from 1.30pm-2.15pm. The marketplace will be held next to our Staff Bistro in the Peacock Hall/CRB Education Centre. Staff will be available to meet visitors as they arrive at the Peacock Hall entrance and direct accordingly.*

Those wishing to attend the meeting can do so by emailing nuth.AGM@nhs.net. In addition, we request that any questions are emailed in advance to nuth.AGM@nhs.net.

ANNUAL MEMBERS MEETING

DRAFT MINUTES OF THE MEETING HELD ON 28 SEPTEMBER 2021

Present:	Professor Sir J Burn	Chairman
	Dame J Daniel	Chief Executive Officer
	Mrs A Dragone	Finance Director
	Mr M Wilson	Chief Operating Officer
	Dr V McFarlane-Reid	Director for Enterprise & Business Development
	Ms M Cushlow	Executive Chief Nurse
	Professor K McCourt	Non-Executive Director
	Mr S Morgan	Non-Executive Director
	Mr B MacLeod	Non-Executive Director
	Mr G Chapman	Non-Executive Director
	Ms S Edusei	Non-Executive Director
	Public Governors (Constituency 1 – see appended table)	
	Public Governors (Constituency 2 – see appended table)	
	Public Governors (Constituency 3 – see appended table)	
	Staff Governors (see appended table)	
	Appointed Governors (see appended table)	

In attendance:

Mrs D Fawcett	Director of Human Resources
Mr C Waddell	Managing Partner, Mazars LLP
Mrs L Hall	Deputy Director of Quality and Safety
Dr L Pareja-Cebrian	Director of Infection Prevention and Control (DIPC)
Mrs K Jupp	Trust Secretary

Public and other staff attendees are listed in the appended table.

Apologies for Absence:

Mrs A Fitzgerald	Public Governor, Newcastle upon Tyne
Mrs C Docking	Assistant Chief Executive
Mrs A O'Brien	Director of Quality and Effectiveness
Mr A Welch	Medical Director / Deputy Chief Executive
Mr G King	Chief Information Officer
Mr D Burn	Associate Non-Executive Director
Ms J Baker	Non-Executive Director
Mr J Jowett	Non-Executive Director
Professor D Burn	Non-Executive Director

Secretary

Mrs G Elsander	Corporate Governance Officer and PA to Chairman & Trust Secretary
----------------	---

[Minutes]

1. WELCOME AND INTRODUCTIONS

The Chairman opened the virtual meeting by welcoming attendees and explained that the meeting would be recorded, and the recording would be made available via the Trust website in due course.

Questions had been requested in advance of the meeting however none were received. Attendees were therefore invited to send questions after the meeting.

The Chairman went on to introduce the presenters. Dame Jackie Daniel, Chief Executive would begin with a review of the year followed by Mrs Louise Hall, Deputy Director of Quality and Safety, and the Director for Infection Prevention and Control, Lucia Pareja-Cebrian, presenting on quality and patient safety in the absence of the Medical Director/Deputy Chief Executive and the Director of Quality and Effectiveness.

The Annual Accounts for 2020/21 would be presented by the Trust's Finance Director, Angela Dragone, and Cameron Waddell, Managing Partner of the Trust's External Auditors, Mazars LLP.

The Chairman advised he would then be proposing a change to the Trust Constitution in relation to staff membership (noted under item 6 below).

The Chairman noted the apologies for absence received as listed above.

2. MINUTES OF THE MEETING HELD 29 SEPTEMBER 2020 AND MATTERS ARISING

The minutes of the meeting were agreed to be a correct record. There were no additional matters arising from the minutes.

3. REVIEW OF THE YEAR AND ANNUAL REPORT FOR 2020/21

The Chief Executive welcomed all to the meeting and reflected on the last year which had proved to be one of the most difficult and challenging years during her time in the NHS making reference to the long-standing impact and events of the COVID-19 pandemic. The following key points were highlighted:

- Tribute was paid to all Trust staff for their continued achievement over the year and for their commitment to service delivery during the pandemic.
- The Trust had responded collectively to the pandemic as one entity and as such, the Chief Executive paid tribute to all support service staff who had provided assistance to frontline staff demonstrating extraordinary flexibility.

Agenda Item 2

The Chief Executive then went on to recognise the achievements of the Trust aside from COVID activity with the following points noted:

- The Trust was awarded, in partnership with Newcastle University and Newcastle City Council, Academic Health Science Centre status in April 2020. This prestigious designation will enable the Trust to maintain its fantastic reputation for world class research.
- There have been a number of major projects throughout the year including:
 - The Nightingale Hospital North East;
 - The Integrated COVID-19 Hub North East; and
 - The COVID-19 vaccination programme, which the Trust led for the whole of the region and will continue with the booster programme.
- It has been a year of significant partnership developments with Collaborative Newcastle launched last year, working on the integration of care in Newcastle.
- The Chief Executive is very proud of the way the Trust has responded to the challenges faced during the year. Gratitude was expressed to the support received from Trust volunteers and governors albeit more virtually.
- Members were asked to read the Annual report which detailed the remarkable achievements delivered during 2020/21.

A short video was then played which provided an insight to the Trust's achievements during the year as well as a chance to hear from some of the Trust staff and patients.

4. QUALITY AND PATIENT SAFETY

The Deputy Director of Quality and Safety also reflected on the last year and echoed some of the comments made by the Chief Executive noting her sense of pride as to how the Trust had worked together as an organisation demonstrating flexibility and adaptability whilst continuing to maintain focus on Quality, Safety and Improvement.

The Deputy Director of Quality and Safety together with the Director of Infection Prevention and Control delivered a short presentation with the following points highlighted:

- Staff continue to show that they have confidence in the care that the Trust delivers and would recommend the trust as a place to receive care.
- Newsweek Global Hospital ratings announced earlier in the year, ranked both the Freeman Hospital and the Royal Victoria Infirmary in the top ten hospitals in the UK, which is a fantastic achievement being mindful of the pressures and constraints faced.
- Innovation and success has continued, with theatre teams recognised nationally in relation to their work promoting safer surgery and reducing the occurrence of 'Never Events'.
- The Trust had the 2nd lowest COVID-19 mortality rate in the country and had low rates of hospital acquired COVID-19 as a result of staff working diligently to ensure patients remain safe including:
 - Robust process in place for donning and doffing Personal Protective Equipment (PPE).

Agenda Item 2

- Introduction of a COVID-19 testing service for staff and their households, for the purpose of early identification in order to protect staff and patients.
- Since March 2020, 23,723 staff tests have been undertaken. An innovative approach was undertaken integrating the staff test and trace team within infection control to identify any links between cases and any potential outbreaks, as well as to prevent further spread.
- The domestic team within the Trust were praised for working tirelessly since the pandemic began to support staff and patient safety.
- Improvements continue to be made from the learning taken from incidents reported via the Trust GREATix system. As well as using the learning to prevent reoccurrences of incidents, the system provided the opportunity to recognise excellence and feedback to nominated individuals, showing staff that their work is valued. Staff had embraced the GREATix system, which encouraged learning, development and leading by example.
- In terms of clinical effectiveness, the Trust participated in a range of national audits during the year and continues to demonstrate significant successes in delivery of safe and effective care across a whole range of different specialities identified through the National Audit Programme.
- The Clinical Risk and Governance Department (CGARD) continue to work with the clinicians to provide assurance to the organisation and nationally as well as helping the Trust to identify areas for development and quality improvement.
- Innovation and improvement work undertaken during 2020/21 in response to the pandemic included:
 - The dermatology department developed the MySkinSelfie app where patients can send in skin images to clinicians to assist with decision making for either discharge or further treatment.
 - Virtual consultations played a significant part in maintaining outpatient activity during the pandemic as well as the development of the pharmacy delivery hub. This enabled any patients requiring hospital prescribed medication to be delivered directly to them without having to attend a hospital site.
 - The Trust worked collaboratively with local authorities and Clinical Commissioning Groups (CCGs) and co-ordinated a hospital discharge model to ensure safe patient flow and discharges from services.
- The positive patient feedback received during the pandemic was testament to the amazing staff working for the Trust and how they have worked above and beyond to ensure safe and effective care.
- The Trust is always striving to build on the culture of continuous improvement. Over the last year the Service Improvement and Transformation teams have merged to form Newcastle Improvement and have partnered with the Institute for Healthcare Improvement, who are global leaders in facilitating organisations in developing and sustaining quality improvement programmes.

Programmes currently being developed include:

- Developing a number of Improvement Coaches across the Trust;
- Developing an Improvement Programme for Teams;
- Developing a Leading for Improvement Programme; and

Agenda Item 2

- Developing a range of bite size education sessions and shared learning events which are open to all staff across the organisation for those that are not involved in the formal education programme.
- Quality Priorities for 2021/22 include the following:
 - Continuing to improve Patient Safety focusing on reducing infection, pressure ulcers and effective management of abnormal results;
 - Improving Clinical Effectiveness by enhancing capability of Quality Improvement and introducing digital enhancements; and
 - Improving Patient Experience with an emphasis on working to improve the experience of children and young people with mental health conditions, and to ensure reasonable adjustments are made for patients with suspected or known Learning Disability

5. ANNUAL ACCOUNTS FOR 2020/21

The Finance Director delivered the presentation, with the following key points to note:

- In 2020/21, the Trust had a turnover of circa £1.3bn. All financial targets set for the Trust were met or exceeded.
- An overall operating surplus of circa £5m was reported with capital expenditure of £56m. A significant amount of capital expenditure related to work and equipment required as part of the COVID-19 pandemic, including modifying critical care and High Dependency Unit (HDU) facilities. The Trust was able to source ventilators and specialist equipment despite constraints in the market.
- The cash balance at the close of the financial year was circa £238m. This high balance was due to additional funding being received to ensure liquidity within the healthcare economy to pay staff and suppliers and to ensure the wider economy was also supported. This was a universal approach across the whole of the NHS. The cash balance will revert to normal levels in 2021/22 but will remain strong, which will be a great asset as the Trust moves forward into a challenging period of recovery post pandemic.
- In response to the pandemic NHS England suspended all healthcare contracting and introduced an emergency finance regime which changed the way the Trust received its income.
- During the first six months of the pandemic the Trust was compensated directly for all costs incurred on treating patients as well as the procurement of the necessary equipment to keep staff safe. This was a positive outcome enabling the Trust to concentrate entirely on managing the demands of the pandemic.
- For the remaining six months of the year the Trust operated within a positive envelope of funding plus additional monies to establish extra-curricular activities such as the Nightingale Hospital North East, COVID-19 testing facilities and the vaccine programme. This resulted in the Trust receiving £122m income more than the previous year. The additional revenue enabled the Trust to make significant investment in Intensive Treatment Unit (ITU) and HDU staffing and equipment as well as PPE and infrastructure to keep staff and patients safe.
- Changes were also required digitally to enable mobile and agile working to allow for social distancing. This has resulted in a change to service delivery which will ultimately have a long-term benefit for staff and patients.

Agenda Item 2

- The Finance Director explained that during 2020/21 the Trust has been well supported by both the Treasury and the Department of Health and has developed some good relationships within the Integrated Care System (ICS).
- Moving forward into 2021/22, the emergency financial regime will continue until 31 March 2022. Whilst the emergency regime has been an advantage during these uncertain times, more certainty about the future regime was required in order to make permanent investments into services.
- It is assumed that the new financial regime will move into a block contract arrangement alongside a dedicated funding programme for recovery. Recovery post pandemic and receipt of activity related recovery funding will be a significant challenge for the organisation, however commercial opportunities will alleviate the pressures in relation to this.
- Regarding capital, the Trust requires significant investment in estate and infrastructure, and this will be a challenge moving forward.
- In summary, despite the challenges, the Trust is in a good place financially and has got the confidence of its partners and strength and resilience in the balance sheet, making it a viable going concern.

The Managing Partner from Mazars LLP delivered the presentation on the outcome of the Trust's external audit, with the following key points noted:

- The Managing Partner outlined the role of the external auditors was to provide the Trust, the Council of Governors and the Foundation Trust members, with assurance that the position as outlined by the Finance Director and the reporting in the Annual Report and Accounts was fair, balanced, and accurate.
- Despite the challenges posed by COVID-19, and the need to carefully consider the accounting treatment for the Nightingale Hospital North East, the Integrated Covid Hub North East (ICHNE) and related funding, the audit was successfully delivered only slightly later than the deadline.
- The accounts were of a high quality. Whilst some amendments were required these related to the complexities associated with accounting for ICHNE.
- The Trust's finance team were very cooperative making the year end audit process smooth and allowing an unqualified audit report to be issued on 1 July 2021.
- Two relatively minor recommendations were identified in relation to internal control, with agreed actions in place to address these in future years.
- No significant weaknesses were identified in relation to the Trust's arrangements for securing economy, efficiency and effectiveness.
- Appropriate assurance was provided to the National Audit Office on the Trust's consolidation schedules.

On a personal level, the Managing Partner paid thanks for the care and attention his wife had received as in patient with the Trust.

The Chairman proposed the Annual Report and Accounts 2020/21 for approval and adoption, which was universally endorsed by the Board of Directors.

6. TRUST CONSTITUTION AMENDMENT

The Chairman briefed attendees on the proposal to amend the Trust's Constitution to allow for all staff members to become members of the Foundation Trust on an 'opt out' rather than 'opt in' basis. The Chairman explained the rationale for recommending the amendments, detailing the proposed advantages of opening up staff membership to the wider Trust.

The Chairman explained the proposal had been widely discussed and supported by Governors as well as members of the Trust People Committee.

Mrs J Carrick, Public Governor formally proposed the amendments as detailed in the report, which was seconded by Mrs Pam Yanez, Lead Governor.

Members formally agreed to the amendments to the Trust's Constitution as specified in the report to allow for all staff members to become members of the Foundation Trust on an 'opt out' rather than 'opt in' basis, to take effect from 1st December 2021.

7. QUESTIONS

As there were no questions, the Chairman took the opportunity to express his gratitude to all involved with the Trust during such a challenging year.

The Chairman also extended his gratitude to:

- Mr David Stout who stepped down as a Trust Non-Executive Director at the end of July 2021 and welcomed Ms Steph Edusei who took up her role as Non-Executive Director at the beginning of August 2021.
- the Council of Governors for their support over the year and welcomed Mrs Pam Yanez, Public Governor, as the newly appointed Lead Governor, following on from Vanessa Hammond who held the role previously.
- Governors who have left the Trust during the year and welcomed the new Governors who have joined the Trust.

The meeting closed at **16:25pm**.

GOVERNORS ATTENDANCE:

	Name	Attendance (Yes/No/Apologies sent)
S	Mrs Glenda Bestford	No
1	Mr David Black	Yes
2	Mr Graham Blacker	No
S	Miss Genna Bulley	No
1	Mrs Judy Carrick	Yes
1	Dr Alexandros Dearges Chantler	No
1	Jill Davison	No
2	Mrs Madeleine Elliott	No
2	Mrs Carole Errington	Yes
A	Professor Andrew Fisher	No
1	Mrs Aileen Fitzgerald	Apologies
S	Mr Gary Gibson	Yes
2	Mrs Catherine Heslop	Yes
S	Mr John Hill	No
2	Prof Philip Home	Yes
2	Mr David Hughes	Yes
S	Mrs Fiona Hurrell	No
2	Dr Helen Lucraft	No
A	Prof Tom Lawson	No
2	Mr John McDonald	Yes
1	Mrs Susan Nelson	Yes
2	Prof Pauline Pearson	No
S	Mrs Kate Pine	Yes
3	Mr Neville Coulthard Shaw	No
S	Mrs Poonam Singh	Yes
3	Mr Thomas Smith	No
A	Mrs Norah Turnbull	No
1	Mr Eric Valentine	Yes
1	Ms Emma Vinton	No
3	Mr Michael Warner	No
1	Dr Ian Wilson	Yes
1	Mrs Pam Yanez	Yes

PUBLIC, MEMBERS AND STAFF OBSERVERS' ATTENDANCE:

Name	Representation
Ms K Watson	Trust Staff
Ms A Greener	Trust Staff
Ms N Yeowart	Trust Staff

Miss E Nichol	Trust Staff
Mr P Towns	Trust Staff
Ms S Riddington	Trust Staff
Ms T Bayliss	Trust Staff
Ms O Grant	Public/Member
Ms A Harness	Public/Member
Mr M Tronaru	Public/Member
Ms K Hester	Trust Staff
Ms S Little	Trust Staff
Ms N Lowthian	Trust Staff
Ms S Stewart	Public/Member
Ms S Bilal-Thompson	Trust Staff
Ms H Rodgers Shaw	Public/Member
Mr P Ramsden	Public/Member
Ms A Raffle	Public/Member
Mr S Volpe	Health Journalist
Mrs M Valentine	Public/Member
Ms M Summersby	Public/Member
Ms M A Hargreaves	Public/Member
Mr M Stobbs	Public/Member
P Pearcy	Public/Member
Dr L Murthy	Public/Member
Mrs V Rooke	Public/Member

THIS PAGE IS INTENTIONALLY
BLANK

DRAFT