

# Bundle Annual governors meeting/ annual members meeting 16 September 2024

## Agenda attachments

A – front cover

B – AGM agenda 2024 FINAL

01.24 18:00 – Welcome, apologies, declarations of interest and introductory comments

*Jackie Smith, Trust Chair*

02.24 18:10 – Draft minutes of the meeting held on 12 September 2023

*Jackie Smith, Trust Chair*

2–24 Minutes– AGM– 2023– DRAFT V1

03.24 18:15 – QVH review of 2023/24 (Annual report 2023/24) and plans for the year ahead

*James Lowell, Chief Executive Officer*

04.24 18:30 – Summary of 2023/24 audit findings

*Andy Reid, Azets LLP*

05.24 18:45 – Questions from the public

*Jackie Smith, Trust Chair*

06.24 18:55 – QVH Council of Governors

*Chris Barham, Lead Governor (Public Governor)*

07.24 19:05 – QVH strategy update

*Abigail Jago, Chief Strategy Officer*

08.24 19:15 – Questions from the public

*Jackie Smith, Trust Chair*

09.24 19:25 – Questions received in advance

*Jackie Smith, Trust Chair*

*We welcome relevant, written questions on any agenda item from our staff, our members or the public who are unable to attend the meeting. Written questions must be submitted in advance of the meeting (before 5pm on 11 September 2024). Please forward questions to [Leonora.may1@nhs.net](mailto:Leonora.may1@nhs.net) clearly marked "Questions for the AGM".*

# **Annual Governors' Meeting Annual Members' Meeting**

**Monday 16 September 2024**

**18.00-19.30**

**Education centre QVH/ Microsoft Teams (hybrid)**



**Annual Governor Meeting/Annual Member Meeting**  
**Monday 16 September 2024 18.00-19.30**  
 Education centre, QVH (location 40) / Microsoft Teams (hybrid meeting)

AGM/AMM			
<b>Welcome and introductions</b>			
Ref	Item	Mode	Timing
01-24	<b>Welcome, apologies, declarations of interest and introductory comments</b> <i>Jackie Smith, Trust Chair</i>	<i>Verbal</i>	18.00
<b>Standing items</b>			
Ref	Item	Mode	Timing
02-24	<b>Draft minutes of the meeting held on 12 September 2023</b> <i>Jackie Smith, Trust Chair</i>	<i>Enclosed</i>	18.10
<b>Annual report and accounts 2023/24</b>			
03-24	<b>QVH review of 2023/24 (Annual report 2023/24) and plans for the year ahead</b> <i>James Lowell, Chief Executive Officer</i>	<i>Presentation</i>	18.15
04-24	<b>Summary of 2023/24 audit findings</b> <i>Andy Reid, Azets LLP</i>	<i>Presentation</i>	18.30
05-24	<b>Questions from the public</b> <i>Jackie Smith, Trust Chair</i>	<i>Verbal</i>	18.45
<b>Presentations</b>			
06-24	<b>QVH Council of Governors</b> <i>Chris Barham, Lead Governor (Public Governor)</i>	<i>Presentation</i>	18.55
07-24	<b>QVH strategy update</b> <i>Abigail Jago, Chief Strategy Officer</i>	<i>Presentation</i>	19.05
08-24	<b>Questions from the public</b> <i>Jackie Smith, Trust Chair</i>	<i>Verbal</i>	19.15
<b>Questions received in advance</b>			
09-24	<b>Questions received in advance</b> <i>Jackie Smith, Trust Chair</i> <i>We welcome relevant, written questions on any agenda item from our staff, our members or the public who are unable to attend the meeting. Written questions must be submitted in advance of the meeting (before 5pm on 11 September 2024). Please forward questions to <a href="mailto:Leonora.may1@nhs.net">Leonora.may1@nhs.net</a> clearly marked "Questions for the AGM".</i>	<i>Verbal</i>	19.25

Document: Minutes (Draft & Unconfirmed)																																																																	
<b>Meeting:</b>	<b>AGM/AMM Tuesday 12 September 2023 6pm, Education centre, QVH/ MS Teams (hybrid meeting)</b>																																																																
<b>Present:</b>	<table border="1"> <tr><td>Jackie Smith (JS)</td><td>Trust Chair (Ms Teams)</td></tr> <tr><td>Paul Dillon-Robinson (PDR)</td><td>Non-executive director (MS Teams)</td></tr> <tr><td>Karen Norman (KN)</td><td>Non-executive director (MS Teams)</td></tr> <tr><td>Russell Hobby (RH)</td><td>Non-executive director (MS Teams)</td></tr> <tr><td>Peter O'Donnell (POD)</td><td>Non-executive director</td></tr> <tr><td>Abigail Jago (AJ)</td><td>Director of strategy and partnerships and acting chief executive officer</td></tr> <tr><td>Maria Wheeler (MW)</td><td>Chief finance officer</td></tr> <tr><td>Nicky Reeves (NR)</td><td>Chief nurse</td></tr> <tr><td>Shane Morrison McCabe (SMM)</td><td>Director of operations</td></tr> <tr><td>Clare Pirie (CP)</td><td>Director of communication and corporate affairs</td></tr> <tr><td>Leonora May (LM)</td><td>Deputy company secretary (minutes)</td></tr> <tr><td>Ellie Simpkin (ES)</td><td>Governance officer</td></tr> <tr><td>Riya Jose (RJ)</td><td>Governance officer</td></tr> <tr><td>Michelle Ip (MI)</td><td>Communications officer</td></tr> <tr><td>Robert Pearl (RP)</td><td>Consultant plastic surgeon (item 05-23)</td></tr> <tr><td>Matt Lees (ML)</td><td>QVH staff member</td></tr> <tr><td>Siva Kumar (SK)</td><td>QVH staff member</td></tr> <tr><td>Helen Tomkins (HT)</td><td>QVH staff member</td></tr> <tr><td>Carolyn Robins (CR)</td><td>QVH staff member</td></tr> <tr><td>Chris Barham (CB)</td><td>Public governor (lead governor)</td></tr> <tr><td>Linda Skinner (LS)</td><td>Stakeholder governor</td></tr> <tr><td>Denise Holland (DH)</td><td>Public governor</td></tr> <tr><td>Chris Parrish (CPa)</td><td>Staff governor (MS Teams)</td></tr> <tr><td>Julie Holden (JWH)</td><td>Stakeholder governor (MS Teams)</td></tr> <tr><td>Bob Lanzer (BL)</td><td>Stakeholder governor (MS Teams)</td></tr> <tr><td>Margo Taskiran (MT)</td><td>Public governor (MS Teams)</td></tr> <tr><td>Niamh Gavin (NG)</td><td>Staff governor (MS Teams)</td></tr> <tr><td>Julia Searle (JSE)</td><td>Public governor (MS Teams)</td></tr> <tr><td>Ken Sim (KS)</td><td>Public governor (MS Teams)</td></tr> <tr><td>Stephen Lightfoot (SL)</td><td>Chair, NHS Sussex</td></tr> <tr><td>Lisa Emery (LE)</td><td>Chief transformation, innovation and digital officer, NHS Sussex</td></tr> <tr><td>Fleur Nioboer (FN)</td><td>Partner, KPMG (external auditor)</td></tr> </table>	Jackie Smith (JS)	Trust Chair (Ms Teams)	Paul Dillon-Robinson (PDR)	Non-executive director (MS Teams)	Karen Norman (KN)	Non-executive director (MS Teams)	Russell Hobby (RH)	Non-executive director (MS Teams)	Peter O'Donnell (POD)	Non-executive director	Abigail Jago (AJ)	Director of strategy and partnerships and acting chief executive officer	Maria Wheeler (MW)	Chief finance officer	Nicky Reeves (NR)	Chief nurse	Shane Morrison McCabe (SMM)	Director of operations	Clare Pirie (CP)	Director of communication and corporate affairs	Leonora May (LM)	Deputy company secretary (minutes)	Ellie Simpkin (ES)	Governance officer	Riya Jose (RJ)	Governance officer	Michelle Ip (MI)	Communications officer	Robert Pearl (RP)	Consultant plastic surgeon (item 05-23)	Matt Lees (ML)	QVH staff member	Siva Kumar (SK)	QVH staff member	Helen Tomkins (HT)	QVH staff member	Carolyn Robins (CR)	QVH staff member	Chris Barham (CB)	Public governor (lead governor)	Linda Skinner (LS)	Stakeholder governor	Denise Holland (DH)	Public governor	Chris Parrish (CPa)	Staff governor (MS Teams)	Julie Holden (JWH)	Stakeholder governor (MS Teams)	Bob Lanzer (BL)	Stakeholder governor (MS Teams)	Margo Taskiran (MT)	Public governor (MS Teams)	Niamh Gavin (NG)	Staff governor (MS Teams)	Julia Searle (JSE)	Public governor (MS Teams)	Ken Sim (KS)	Public governor (MS Teams)	Stephen Lightfoot (SL)	Chair, NHS Sussex	Lisa Emery (LE)	Chief transformation, innovation and digital officer, NHS Sussex	Fleur Nioboer (FN)	Partner, KPMG (external auditor)
Jackie Smith (JS)	Trust Chair (Ms Teams)																																																																
Paul Dillon-Robinson (PDR)	Non-executive director (MS Teams)																																																																
Karen Norman (KN)	Non-executive director (MS Teams)																																																																
Russell Hobby (RH)	Non-executive director (MS Teams)																																																																
Peter O'Donnell (POD)	Non-executive director																																																																
Abigail Jago (AJ)	Director of strategy and partnerships and acting chief executive officer																																																																
Maria Wheeler (MW)	Chief finance officer																																																																
Nicky Reeves (NR)	Chief nurse																																																																
Shane Morrison McCabe (SMM)	Director of operations																																																																
Clare Pirie (CP)	Director of communication and corporate affairs																																																																
Leonora May (LM)	Deputy company secretary (minutes)																																																																
Ellie Simpkin (ES)	Governance officer																																																																
Riya Jose (RJ)	Governance officer																																																																
Michelle Ip (MI)	Communications officer																																																																
Robert Pearl (RP)	Consultant plastic surgeon (item 05-23)																																																																
Matt Lees (ML)	QVH staff member																																																																
Siva Kumar (SK)	QVH staff member																																																																
Helen Tomkins (HT)	QVH staff member																																																																
Carolyn Robins (CR)	QVH staff member																																																																
Chris Barham (CB)	Public governor (lead governor)																																																																
Linda Skinner (LS)	Stakeholder governor																																																																
Denise Holland (DH)	Public governor																																																																
Chris Parrish (CPa)	Staff governor (MS Teams)																																																																
Julie Holden (JWH)	Stakeholder governor (MS Teams)																																																																
Bob Lanzer (BL)	Stakeholder governor (MS Teams)																																																																
Margo Taskiran (MT)	Public governor (MS Teams)																																																																
Niamh Gavin (NG)	Staff governor (MS Teams)																																																																
Julia Searle (JSE)	Public governor (MS Teams)																																																																
Ken Sim (KS)	Public governor (MS Teams)																																																																
Stephen Lightfoot (SL)	Chair, NHS Sussex																																																																
Lisa Emery (LE)	Chief transformation, innovation and digital officer, NHS Sussex																																																																
Fleur Nioboer (FN)	Partner, KPMG (external auditor)																																																																
<b>Apologies:</b>	<table border="1"> <tr><td>Tania Cubison (TC)</td><td>Medical director</td></tr> <tr><td>Rob Stevens (RS)</td><td>Interim chief people officer</td></tr> <tr><td>Shaun O'Leary (SOL)</td><td>Non-executive director</td></tr> <tr><td>Jo Davis (JD)</td><td>Staff governor</td></tr> <tr><td>Jonathan Squire (JSQ)</td><td>Public governor</td></tr> </table>	Tania Cubison (TC)	Medical director	Rob Stevens (RS)	Interim chief people officer	Shaun O'Leary (SOL)	Non-executive director	Jo Davis (JD)	Staff governor	Jonathan Squire (JSQ)	Public governor																																																						
Tania Cubison (TC)	Medical director																																																																
Rob Stevens (RS)	Interim chief people officer																																																																
Shaun O'Leary (SOL)	Non-executive director																																																																
Jo Davis (JD)	Staff governor																																																																
Jonathan Squire (JSQ)	Public governor																																																																
<b>Members of the public</b>	14 public members and members of the public in attendance																																																																
<b>Welcome</b>																																																																	
<b>01-23</b>	<p><b>Welcome, apologies, declarations of interest and introductory comments</b> The Chair opened the annual governors meeting (AGM)/ annual members meeting (AMM) welcoming all those present in person and on MS Teams. Apologies were noted from TC, RD, SOL, JD and JSQ as above.</p> <p>There were no declarations of interest other than those recorded on the register of interests.</p>																																																																

	<p>The Chair welcomed NHS Sussex colleagues and James Lowell to the first meeting, noting that James Lowell is joining the Trust as chief executive officer on 18 September 2023.</p> <p>The Chair thanked AJ for stepping into the role of acting chief executive for a period and noted the following Board changes. Gary Needle and Kevin Gould, non-executive directors, have finished the end of their second terms earlier during the year. RH, POD and SOL joined the Board in July 2023 as non-executive directors. She noted that new public and staff governors had joined the council of governors at the beginning of July 2023.</p> <p>In her opening remarks, JS stated that this is a very challenging time for the NHS with continued industrial action, and she spoke about the outcome of the Lucy Letby trial, acknowledging what she described as horrific crimes committed. She explained that QVH employed the former chief executive officer of the Countess of Chester for four months as interim chief executive officer earlier during the year, and that the Trust will participate with the inquiry.</p> <p>The Trust Chair shared that the Chair of Barking, Havering and Redbridge University Hospitals Trust has asked for a review of any significant decisions taken by that Trust regarding quality and safety of care, and of their whistleblowing cases and other concerns to make sure they have been appropriately followed up. She confirmed that during the short tenure of Tony Chambers at QVH (he was interim chief executive for four months from February to June this year), no significant decisions were taken regarding quality of care or patient safety, and no whistleblowing cases or concerns related to patient safety or quality of care were raised with the Trust. The Trust is not therefore intending to do an equivalent review to that being done at Barking. The Trust will continue to focus on setting the right culture, listening to staff and acting on concerns with renewed vigour.</p>
<p><b>Standing items</b></p>	
<p><b>02-23</b></p>	<p><b>Draft minutes of the meeting held on 18 July 2023</b> The draft minutes from the meeting held on 18 July 2023 were <b>received</b> and <b>approved</b> as a true and accurate record of that meeting.</p> <p>There were no matters arising.</p>
<p><b>Annual report and accounts 2022/23</b></p>	
<p><b>03-23</b></p>	<p><b>QVH review 2022/23 and plans for the year ahead</b> The acting chief executive presented a summary of the annual report and accounts 2022/23 (available in full on the Trust's website), plans for the year ahead and an update on the Trust's membership strategy.</p> <p>Key highlights from the presentation included:</p> <ul style="list-style-type: none"> <li>• Outstanding patient care- the Trust aspires to deliver outstanding care for every patient and the Trust regularly received wonderful feedback from patients which reflects the care, compassion and humanity of our staff</li> <li>• National inpatient survey- the Trust scored top in the country for total scores across all questions. Every member of staff and volunteer at the Trust contributed to these positive results</li> <li>• Waiting times- the pandemic has had more of a lasting impact than we would have wished on our waiting lists and we are seeing increased levels of referrals to some of our specialisms. The Trust is committed to reducing further the number of patients waiting in 2023/24</li> </ul>

	<ul style="list-style-type: none"> <li>• Executive team- Maria Wheeler has joined the Trust as chief finance officer, Rob Stevens has joined the Trust as chief people officer and Abigail Jago has joined the Trust as director of strategy and partnerships. The Trust's new chief executive officer, James Lowell, will join the Trust on 18 September 2023</li> <li>• Membership- the Trust has over 7000 members. It values its membership as a way of keeping local communities informed</li> <li>• Strategy- determining the future of the Trust is the Board's priority and work is ongoing. Meaningful and continued engagement is key to the development of the strategy</li> <li>• Annual accounts 2022/23- QVH met its financial obligations and achieve a break even position for 2022/23 with a total operating expenditure of £98m</li> <li>• Plans for the year ahead- QVH has submitted a break even financial plan for 2023/24 and will continue to focus on reducing waiting lists</li> </ul> <p>AJ extended thanks to all QVH staff and volunteers for their hard work during the year.</p> <p>The annual report and accounts 2022/23, update on the Trust's membership strategy and the update on the Trust's forward plan were <b>received</b>.</p>
<p><b>04-23</b></p>	<p><b>Summary of 2022/23 audit findings</b></p> <p>FN presented the summary of KPMG's 2022/23 audit findings against the requirements. She reported that KPMG have issued an unqualified opinion for 2022/23 which means that the accounts give a true and fair view of the Trust's performance during the year and its year-end financial position.</p> <p>She reported that KPMG identified one immaterial difference which was not adjusted for, but that this was small. This was reported to the audit committee. There were in total two unadjusted audit differences and three control recommendations related to the improvement of financial record keeping were raised, none of them being high risk. The annual report was prepared in line with the requirements set out within the annual reporting manual.</p> <p>FN explained that KPMG had also assessed whether there are significant weaknesses in the Trust's arrangements for achieving value for money throughout the year. Last year, KPMG had identified one significant weakness which was related to the effective working relationship between the Board and the Council of Governors. She confirmed that the same weakness has not been identified this year. She confirmed that KPMG have identified no significant weaknesses in the Trust's arrangements for achieving value for money for 2022/23.</p> <p>The summary of 2022/23 audit findings and auditor's annual report were <b>received</b>.</p> <p>The Chair invited questions related to items 03-23 and 04-23 from those present, which were as follows:</p> <p><u>Question from a member of public</u> Does the Trust have any plans to help East Grinstead primary care services that are struggling? This is a major concern for the local population. Could you tell us more about the community diagnostic centre?</p> <p><u>Response from AJ</u> There are no set plans regarding how QVH can help East Grinstead primary care services but the Trust is keen to engage with primary care partners regarding the development of its strategy. Primary care partners will be invited to take part in upcoming strategy engagement workshops. The community diagnostic centre offers diagnostics for the local population, with direct access from GPs. Currently the services are diagnostics imaging, tests and physiological testing. The services provided can, in some cases, half the referral to diagnosis</p>

	<p>time for patients. The Trust is considering broadening the services aligned to the needs of the local population.</p> <p><u>Question from the lead governor</u> Governors have a concern that whilst QVH sits within NHS Sussex, its patients often come from further afield from areas such as Kent, Surrey and South London. How does the Trust work with those ICBs and how do NHS Sussex consider those patients.</p> <p><u>Response from AJ</u> Regional stakeholders will be invited to strategy engagement workshops.</p> <p><u>Response from SL</u> NHS Sussex has close working relationships with Surrey Heartlands and Kent ICBs and the three ICBs share an ambulance service and patient flow. The QVH strategy development has three strands which includes regional services and specialist care. The ICBs are supportive of this.</p>
<p><b>Clinical presentation</b></p>	
<p><b>05-23</b></p>	<p><b>The history of plastic surgery</b> [RP joined the meeting]</p> <p>RP joined the meeting and shared a presentation about the history of plastic surgery, from ancient India to the present day, including the role that QVH played during world war II and the development of surgical techniques over the years.</p> <p>The Chair thanked RP for the interesting presentation.</p> <p>[RP left the meeting]</p>
<p><b>Questions from members of the public</b></p>	
<p><b>06-23</b></p>	<p><b>Questions from members and members of public</b> There were no further questions, and the Chair confirmed that there were no questions received in advance of the meeting. She advised that follow up questions should be sent to <a href="mailto:qvh.info@nhs.net">qvh.info@nhs.net</a>.</p> <p>The Chair thanked all that had attended the AGM/AMM, and the teams for their work to organise the meeting.</p>
<p><b>07-23</b></p>	<p><b>Any other business</b> The Chair thanked all that had attended the AGM/AMM, and the teams for their work to organise the meeting.</p> <p>There was no further business and the Chair closed the meeting.</p>