

Council of Governors' Annual Report 2021/22

Extract from the Trust's Annual Report

Covering the period 1 April 2021 to 31 March 2022

Introduction

This annual report describes the main activities undertaken by the Council of Governors over the past year on behalf of their members who elected them or the partner organisations who appointed them. It demonstrates how the Governors have fulfilled their general or statutory duties.

Council of Governors

The Council of Governors continues to play a key role in the work of the Trust. The Council of Governors comprises of:

- Seven public governors representing the Central Gateshead constituency (of which there was one vacant position at the year-end);
- Six public Governors representing the Western Gateshead constituency (of which there was one vacant position at the year-end);
- Three public Governors representing the Eastern Gateshead constituency;
- One public Governor representing the Patient / Out-of-Area constituency;
- Six staff Governors representing the views and interests of the colleagues; and
- Nine appointed Governors representing the Trust's key stakeholders and partners (of which there were five vacancies at the year-end).

The Council of Governors has several important statutory duties, including appointing and re-appointing the Chair and the Non-Executive Directors, determining their remuneration and terms of service, and approving the appointment of the Chief Executive.

The Council of Governors represents the interests of Foundation Trust public and staff members within the constituencies served, the public and more generally the interests of the stakeholders who hold a position at the Council.

The Council of Governors also holds the Non-Executive Directors to account for the performance of the Board. In setting the Trust's strategy the Board have regard for the views of the Council of Governors.

All Governors are required to comply with the Code of Conduct for Governors and to declare any interests which may result in a potential conflict of interest in their role. A copy of the register of interests can be obtained from the Company Secretary using the contact details at the end of the Annual Report.

The Council of Governors met virtually during 2021/22 in accordance with Covid social distancing requirements. The Council met in public four times and in private four times throughout the year. The Council received weekly email bulletins from the Chair and Company Secretary to keep Governor colleagues informed of the latest updates and developments throughout the year.

In addition, Governor workshops were held in September, December and March covering topics such as the role of Governors and the development of the Trust's strategy.

Governor engagement with members and the public was appropriately restricted during 2021/22 due to the pandemic and the need to follow the government safety restrictions on contact and activity. As such the Membership Strategy Group did not meet during the year, although plans are in place to restart this meeting in early 2022/23, alongside a new Governor committee – the Governor Governance and Development Committee. Governors made use of alternative mechanisms to seek the views of members and the public, including the use of social media.

Some of the key achievements of the Council during 2021/22 included:

- Ratifying the appointments of two Non-Executive Directors – Anna Stabler and Maggie Pavlou – on the recommendations of the Governor Remuneration Committee;
- Approving the appointment of the Acting Chief Executive;
- Approving the appointments of the Lead and Deputy Lead Governors;
- Providing a view on the Trust’s new strategy during its development phase through two facilitated workshops;
- Receiving Board committee presentations from each Non-Executive Director chair, supporting the Council in its role of holding Non-Executive Directors to account;
- Approving the recommendations of a time-limited Governor-led task and finish group to review the structure and composition of Governor committees;
- Receiving an assurance report on the outcome of the Chair and Non-Executive Director appraisals, with Governor input into the process via the Lead Governor; and
- Receiving an assurance presentation on the outcome of the Trust’s peer well-led review.

Governor elections during 2021/22

Elections in both public and staff constituencies are undertaken on behalf of the Trust by Civica Election Services who are engaged to act as the Returning Officer and Independent Scrutineer for the election process of Gateshead Health NHS Foundation Trust.

Elections for three staff and eight public governors, whose tenure of office ended on 4th January 2022, were held during 2021/22. Ten of the available seats were filled with one vacancy remaining in the Central constituency which will be carried forward to next year.

Five Governors were elected unopposed in the Central, Eastern and Patient / Out of Area constituencies. Elections took place in the Western and Staff constituencies, with the results being published on 2nd December 2021. All five seats were filled.

We have eight new Governors in total and welcomed Gill Alderson and Ged Quinn as Public Governors in the Western constituency (note that Gill Alderson resigned from her position on 14 March 2022); Brenda Webb as Public Governor in the Central constituency; Barry Turnbull as Public Governor in the Eastern constituency; Agatha Kanyangu in the Patient / Out of Area constituency; and Helen Adams, Andrew Lowes and Richard Morrell as Staff Governors.

The table below shows the composition of the Council during the 2021/22 financial year, including the term dates of Governors and their attendance at the Council of Governors meetings. Where Governors were not eligible to attend certain meetings, an adjusted denominator is shown (for example where a Governor served on the Council for only part of the year).

Constituency	Governor	Term	Council of Governors meetings attended (maximum of 8)
Central			
	Eileen Adams	First term: 5 January 2014 – 4 January 2017 Second term: 5 January 2017 – 4 January 2020 Third term: 5 January 2020 – 4 January 2023	5 out of 8
	John Bedlington	First term: 5 January 2019 – 4 January 2022 Second term: 5 January 2022 – 4 January 2025	7 out of 8
	Helen Jones	First term: 5 January 2017 – 4 January 2020 Second term: 5 January 2020 – 4 January 2023	7 out of 8
	Abe Rabinowitz	First term: 5 January 2017 – 4 January 2020 Second term: 5 January 2020 – 4 January 2023	6 out of 8
	Karen Tanriverdi	First term: 5 January 2018 – 4 January 2021 Second term: 5 January – 4 January 2024	8 out of 8
	Brenda Webb	First term: 5 January 2022 – 4 January 2025	0 out of 1
	<i>John Stephens</i>	<i>First term: 5 January 2019 – 4 January 2022</i> <i>Left the Council on 4 January 2022</i>	4 out of 7
	<i>1 vacancy as of 31 March 2022</i>		
Western			
	Les Brown	First term: 5 January 2020 – 4 January 2023	6 out of 8
	Chris Hulley	First term: 5 January 2020 – 4 January 2023	0 out of 8
	Michael Lamport	First term: 5 January 2018 – 4 January 2021 Second term: 5 January 2021 – 4 January 2024	0 out of 8
	Ged Quinn	First term: 5 January 2022 – 4 January 2025	1 out of 1
	Geoffrey Riddell	First term: 5 January 2021 – 4 January 2024	3 out of 8
	<i>Reverend Jenny Gill</i>	<i>First term: 5 January 2017 – 4 January 2020</i>	<i>7 out of 7</i>

Constituency	Governor	Term	Council of Governors meetings attended (maximum of 8)
		<i>Second term: 5 January 2020 – 4 January 2022 Left the Council on 4 January 2022</i>	
	<i>Grace Henderson</i>	<i>First term: 5 January 2017 – 4 January 2020 Second term: 5 January 2020 – 4 January 2022 Left the Council on 4 January 2022</i>	<i>5 out of 7</i>
	<i>Gill Alderson</i>	<i>First term: 5 January 2022 – 4 January 2025 Resigned 14 March 2022</i>	<i>0 out of 1</i>
	<i>1 vacancy as of 31 March 2022</i>		
Eastern			
	<i>Des Costello</i>	<i>First term: 5 January 2020 – 4 January 2023</i>	<i>0 out of 8</i>
	<i>Alan Dougall</i>	<i>First term: 5 January 2020 – 4 January 2022</i>	<i>4 out of 8</i>
	<i>Barry Turnbull</i>	<i>First term: 5 January 2022 – 4 January 2025</i>	<i>0 out of 1</i>
	<i>Esther Ward</i>	<i>First term: 5 January 2019 – 4 January 2022 Left the Council on 4 January 2022</i>	<i>4 out of 7</i>
Patient / Out of Area			
	<i>Agatha Kanyangu</i>	<i>First term: 5 January 2022 – 4 January 2024</i>	<i>0 out of 1</i>
	<i>Patrick Usher</i>	<i>First term: 5 January 2021 – 4 January 2024 Resigned 30 April 2021</i>	<i>n/a</i>
Staff			
	<i>Helen Adams</i>	<i>First term: 5 January 2022 – 4 January 2024</i>	<i>1 out of 1</i>
	<i>Steve Connolly</i>	<i>First term: 5 January 2021 – 4 January 2024</i>	<i>5 out of 8</i>
	<i>Claire Ellison</i>	<i>First term: 5 January 2017 – 4 January 2020 Second term: 5 January 2020 – 4 January 2023</i>	<i>0 out of 8</i>
	<i>Andrew Lowes</i>	<i>First term: 5 January 2022 – 4 January 2025</i>	<i>1 out of 1</i>
	<i>Richard Morrell</i>	<i>First term: 5 January 2022 – 4 January 2025</i>	<i>1 out of 1</i>

Constituency	Governor	Term	Council of Governors meetings attended (maximum of 8)
	Marceline Ndam	First term: 5 January 2021 – 4 January 2024	3 out of 8
	<i>Joanne Coleman</i>	<i>First term: 5 January 2016 – 4 January 2019 Second term: 5 January 2019 – 4 January 2022 Left the Council on 4 January 2022</i>	<i>5 out of 7</i>
	<i>Kendra Marley</i>	<i>First term: 5 January 2017 – 4 January 2019 Second term: 5 January 2019 – 4 January 2022 Left the Council on 4 January 2022</i>	<i>4 out of 7</i>
	<i>Michael Loomes</i>	<i>First term: 5 January 2020 – 4 January 2023 Resigned 31 July 2021</i>	<i>2 out of 4</i>
Appointed			
Northumbria University	Professor Debbie Porteous		2 out of 8
Newcastle University	Dr Laura Ternent		4 out of 8
Gateshead College	Chris Toon		4 out of 8
Gateshead Jewish Community	Aron Sandler		6 out of 8
<i>Gateshead Diversity Forum</i>	<i>Vacancy</i>		
<i>Gateshead Youth Assembly</i>	<i>Vacancy</i>		
<i>Gateshead Voluntary Organisation</i>	<i>Vacancy</i>		
<i>Newcastle Gateshead Clinical Commissioning Group</i>	<i>Vacancy</i>		
<i>Gateshead Council</i>	<i>Vacancy</i>		

Governor training and development

During 2021/22 we provided our Governors with a number of training and development opportunities. This included a fully revised induction, refresher training on the role of Governors, opportunities to attend external courses and dedicated induction sessions for Board committee observers. Quarterly Governor workshops are diarised throughout 2022/23 to protect time for further training, development and engagement out-with the Council meetings.

Lead and Deputy Lead Governors

The Council of Governors appoints a Lead Governor on an annual basis. In 2021/22 the Council also appointed a Deputy Lead Governor to support the Lead Governor and provide additional resilience. Reverend Jenny Gill was reappointed as Lead Governor, with Abe Rabin appointed as Deputy Lead Governor.

Reverend Jenny Gill left the Council following the end of her term in January 2022 and we wish to record our sincere thanks to Reverend Gill for her dedication to the Lead Governor role. Abe Rabin became Acting Lead Governor from 5 January 2022. The process for appointing a substantive Lead Governor commenced following this and on 31 March 2022 it was announced that Governors had voted for Abe Rabin to become the substantive Lead Governor, which will take effect from 19 May 2022. The process for seeking nominations for the Deputy Lead Governor commenced following this.

The Board's relationship with the Council of Governors

The Board of Directors and the Council of Governors work together closely throughout the year. All Board Members are invited to attend all meetings of the Council of Governors. Non-Executive Directors are also invited to attend quarterly Governor workshops.

There are two Governor observers appointed to attend specific Board committees. The Governor observers have an opportunity to meet with the Non-Executive Director chairs of the committees to share feedback following the meeting. The Governor observers also share feedback privately with Governor colleagues, supporting them to discharge the role of holding Non-Executive Directors to account.

The standing orders for the Board of Directors details the procedure through which the Council of Governors can raise concerns about the Board of Directors, as required by the Code of Governance.

Foundation Trust membership

Foundation Trust membership seeks to give local people and staff a greater influence on how our services are provided and developed.

There are several different constituencies to which our members belong. Those eligible to become public members are people over the age of 16 who live in Gateshead and the immediate surrounding area which is divided into three constituencies: Western; Central; and Eastern Gateshead, and the Out of Area constituency which includes County Durham, Newcastle, North Tyneside, Northumberland, South Tyneside and Sunderland (other than areas within the Gateshead constituency).

The boundaries for public membership are shown on the map.



People over 16 years of age, living in these areas who wish to become a public member of Gateshead Health NHS Foundation Trust, must complete and have accepted a membership application form. Members can vote to elect governors for their constituency and can choose to be nominated to stand for election as a governor.

Patient membership is available to individuals who live outside of the areas shown in the map who have used any of the Trust’s services within the seven years immediately preceding the date of their application for membership. Patient members are included in the Out of Area constituency.

As of 31st March 2022, the total number of public members was 13,344, a slight decrease since April 2021 however as expected due to government Covid restrictions. Our public membership profile as at 31st March 2022 was as follows:

Population/Public Membership Ratio at 31st March 2022				
	Western	Central	Eastern	Out of Area
Population	77,471	92,828	41,615	Unknown
Membership	3,587	6,953	2,275	529
%	4.63	7.49	5.47	Unknown

We are committed to ensuring that NHS Foundation Trust membership is representative of the whole community. An analysis of membership shows that ethnic makeup is higher than that of the Gateshead demographics. The membership is over represented by people aged over 75 and is under represented in all other age groups.

	Population Demographics	Membership Demographics
<i>Gender</i>		
Male	48.4%	35.1%
Female	51.6%	64.7%
Unknown		0.2%
<i>Age</i>		
Under 16*	19.3%	
16 – 19	4.9%	0.1%
20 – 29	11.4%	5.6%
30 – 59	41.6%	36.8%

	Population Demographics	Membership Demographics
60 – 74	15.2%	28.1%
75 and over	7.6%	28.0%
Age unknown		1.4%
<i>Ethnic Breakdown</i>		
White	98.4%	90.3%
Other	1.6%	7.5%
Unspecified		3.6%

Staff directly employed by the Trust or its subsidiary, QE Facilities, are automatically Foundation Trust members for the duration of their employment, unless they choose to 'opt out'. Employees of the Trust cannot be public members.

Staff whose services are contracted for by the Trust, staff not employed by the Trust but who in effect work in and with the Trust for most of their time, and volunteers are given the same status as staff, if they wish, provided they have worked with the Trust for a minimum of one year. The number of staff members as at 31st March 2022 was 4,891 (compared to 4,134 members as at 21st March 2021).

Our membership strategy describes how we will maintain and develop an active and engaged membership. Organised membership engagement events have not taken place during the year due to the pandemic. As restrictions ease and we can safely engage with our members and the public, we look forward to refreshing our membership strategy. We intend to relaunch our Membership Strategy Group, a sub-group of the Council of Governors, and work closely with Governor colleagues to refresh the strategy and identify ways in which we can re-engage with our existing members and recruit new members.

Get in touch

To find out more about becoming a Governor or to contact a Governor, please send your enquiry to: ghnt.foundation.enquiries@nhs.net

Alternatively you can submit your query to: The Membership Office, FREEPOST NAT14353, Gateshead Health NHS Foundation Trust, Queen Elizabeth Hospital, Sheriff Hill, Gateshead NE9 5BR

You can also visit www.qegateshead.nhs.uk

Information on membership, the Council of Governors and events is available on the following channels:

 <https://www.facebook.com/GatesheadHealth>

 https://twitter.com/Gateshead_NHS

 <https://www.instagram.com/qegateshead/>