

Meeting of the Council of Governors

14:00 – 16.45 on Thursday 21 August 2025

Boardroom, 2nd Floor Washington Suite, Worthing Hospital,
Lyndhurst Road, Worthing, BN11 2DH

AGENDA – MEETING IN PUBLIC

Item 1	Time: 14:00	Welcome and Apologies for Absence To note	Verbal	Presenter: Chair Philippa Slinger
Item 2	14:00	Quoracy of Council of Governors Meetings	Verbal	Presenter: Chair Philippa Slinger
		<i>A meeting of the Council shall be quorate and shall not commence until it is quorate. Quoracy is defined as meaning that there shall be present at the meeting at least one third of all Governors (7 allowing for vacancies). Of those present, at least 51% shall be elected Governors.</i>		
Item 3	14:00	Declarations of Interests To note and agree any required actions	Verbal	Presenter: All
Item 4	14:00	Minutes of Council of Governors Meeting in PUBLIC held on 22 May 2025 To approve	Enclosure	Presenter: Chair Philippa Slinger
Item 5	14.05	Matters Arising from the Minutes None	N/A	Presenter: Chair Philippa Slinger
Item 6	14.05	Questions from the Public To receive and respond to questions submitted by the public at least 48 hours in advance of the meeting.	Verbal	Presenter: Chair Philippa Slinger
		<u>ACCOUNTABILITY</u>		
Item 7	14:15	Chief Executive Report to Council To receive and agree any necessary actions	Enclosure	Presenter: Dr Andy Heeps

LISTENING AND REPRESENTING				
Item 8	14.40	Lead Governor's Report To receive and agree any necessary actions	Enclosure	Presenter: Glen Palethorpe for Lead Governor
Item 9	14.45	Public Governors' Update To receive and agree any necessary actions	Verbal	Presenter: Those public Governors in attendance
Item 10	15.15	Staff Governors' Update To receive and agree any necessary actions	Verbal	Presenter: Miranda Jose
Item 11	15.25	Report from the Patient Experience & Wider Engagement Committee Meeting held on 3 July 2025 To note	Enclosure	Presenter: Frances McCabe as Committee Chair
Item 12	15.35	Report from the Council of Governors Nomination and Remuneration Committee Meeting held on 18 June 2025 To note	Enclosure	Presenter: Glen Palethorpe
Item 13	15.45	Appointed Governors' Update <ul style="list-style-type: none"> • Brighton & Hove City Council • Inclusion Groups • University of Brighton • West Sussex County Council • Voluntary Sector - Age UK To receive and agree any necessary actions	Verbal	Presenter: Those appointed Governors in attendance
OTHER ITEMS				
Item 14	16.10	Patient & Quality Committee - Chair Feedback To receive and agree any necessary actions	Presentation on the day	Presenter: Lucy Bloem
Item 15	16.30	Company Secretary Report To note	Enclosure	Presenter: Glen Palethorpe
Item 16	16.35	Annual Review and Report on the External Auditor Performance To note	Enclosure	Presenter: Jonathan Reid / Glen Palethorpe
Item 17	16.40	Any Other Business To receive and action	Verbal	Presenter: Chair Philippa Slinger
Item 18	16.45	Date and time of next meeting: The next meeting in public of the Council of Governors is scheduled to take place at 14:00 – 17:00 on Thursday 20 November 2025	Verbal	Presenter: Chair Philippa Slinger

Minutes



University Hospitals Sussex

NHS Foundation Trust

Minutes of the Council of Governors meeting held in Public at 2pm on Thursday 22 May 2025 in the Boardroom, Trust HQ, 2nd Floor, Washington Suite, Worthing Hospital, Lyndhurst Road, Worthing, BN11 2DH and virtually via Microsoft Teams Live Broadcast.

Philippa Slinger	Chairman
Dr Andy Heeps	Deputy Chief Executive
Jonathan Reid	Chief Finance Officer
Professor Katie Urch	Chief Medical Officer
David Grantham	Chief People Officer
Professor Paul Layzell CBE	Non-Executive Director
Lucy Bloem	Non-Executive Director
Wayne Orr	Non-Executive Director
Philip Hogan	Non-Executive Director
Gordon Ferns	Non-Executive Director
John Todd	Public Governor – Adur
Maria Rees	Public Governor – Arun
Frances McCabe	Public Governor – Brighton & Hove
Lindy Tomsett (Lead Governor)	Public Governor - Chichester
Jo Richardson	Public Governor - Horsham
Doug Hunt	Public Governor – Mid Sussex
Colin Holden	Public Governor – Mid Sussex
Patricia Percival	Public Governor – East Sussex & Out of Area
Tomasz Makola	Staff Governor – St Richard’s Hospital
Zingiswa Thetho	Staff Governor – Royal Sussex County Hospital
Claire Bewick-Holmes	Staff Governor – Princess Royal Hospital
Sue Shepherd	Staff Governor – Worthing & Southlands Hospitals
Kate Galvin	Appointed Governor – University of Brighton

In Attendance:

Glen Palethorpe	Company Secretary
Jan Simmons	Governor and Membership Manager

COG/05/25/1	Welcome and Apologies for Absence	ACTION
1.1	The Chair, Philippa Slinger, welcomed all those present and those watching online to the meeting and began by welcoming Zingy Thetho as a new Staff Governor for the Royal Sussex County Hospital and Dr Angela Glynn, Dean of the School of Education, Sport and Health Sciences at the University of Brighton who would become the Trust’s new Appointed Governor for the University of Brighton due to the retirement of Professor Kate Galvin.	
1.2	Philippa went on to express the Trust’s thanks and appreciation of all the work undertaken by Pauline Constable, Public Governor for Worthing, Sue Shepherd, Staff Governor for Worthing and Southlands Hospitals and Professor Kate Galvin, Appointed Governor for the University of Brighton, all of whom would be retiring from their Governor roles before the next meeting.	
1.3	Philippa then noted the following apologies that had been received.	
1.4	Governors: Pauline Constable - Public Governor, Worthing, Miranda Jose – Staff Governor, Peripatetic, Alison Cooper – Appointed Governor, West Sussex	

County Council, Helen Rice – Appointed Governor, Voluntary Sector, Varadarajan Kalidasan – Appointed Governor, Trust Inclusion Groups.

1.5 **Executives:** George Findlay, Nigel Kee, Maggie Davies, Sandi Drewett, Roxanne Smith.

1.6 **Non-Executive Directors:** Jackie Cassell, Bindesh Shah, David Curley.

COG/05/25/2 Quoracy of Council of Governors Meetings

2.1 The meeting was quorate with more than one third of all Governors in attendance and at least 51% of those present being publicly elected Governors.

COG/05/25/3 Declarations of Interests

3.1 There were no interests declared.

COG/05/25/4 Minutes of Council of Governors Meeting in PUBLIC held on 20 February 2025

4.1 The minutes of the meeting held in Public on 20 February 2025 were **APPROVED** as a correct record.

COG/05/25/5 Matters Arising from the Minutes of Meetings

5.1 There were no matters arising from the minutes of the previous meetings.

COG/05/25/6 Questions from the Public

6.1 There were no questions submitted by the Public.

ACCOUNTABILITY

COG/05/25/7 Chief Executive Report to Council

7.1 Andy Heeps presented the report on behalf of George Findlay and advised that the report contained lots of information and details on what had been taking place within the organisation and would be taken as read, as it had been suggested that updates on national and regional changes that had occurred since the last meeting might be helpful.

7.2 Andy began by informing the Council that it had been announced that NHS England would be abolished within two years with its function being returned to the Department of Health and Social Care with the aim to reduce NHS property and to cut 9,000 administrative roles across NHS England and the Department of Health to release more funds for front line care.

7.3 Referring next to the Spring 2025 fiscal update, Andy advised that it had been confirmed that health and care spending would rise to £193 Billion in 2024/25 and the setting of ambitious recovery goals of 78% of A&E patients to be seen within 4 hours, 52 week waiting eliminated and local healthcare systems expected to balance their budgets. Andy went to say that the Trust's plan was not compliant with the National request as it was not considered possible to reach the goals from the current position of the Trust, but the plan had been accepted.

7.4 Andy then advised that the National Staff Survey had been published showing ongoing pressures on staff with about 1 in 7 staff having reported experiencing

physical violence from patients or the public last year and a pattern that was recognised in the Trust. The Chief People Officer was to undertake an in-depth investigation into the increase. Nationally staff feedback had indicated an improvement in staff morale reflecting that flexible working and work life balance was at a 5-year high and more staff felt valued.

- 7.5 The Council welcomed confirmation that the new capital development of the Sussex Cancer Centre at Brighton had received planning permission from Brighton and Hove City Council and would be a state-of-the art facility to expand facilities for outpatient cancer treatment, increase inpatient beds and provide a dedicated acute cancer assessment unit to enable cancer patients to be managed by specialist teams without the need to go through the Emergency Departments (EDs).
- 7.6 NHS Sussex had secured £3m of Government funding to upgrade local primary care practices with around 12 surgeries across Sussex receiving tele-help and new clinical room investment to create capacity for around 240,000 extra GP appointments once works were completed which would ease pressure on GPs and in turn the Trust's EDs.
- 7.7 Andy went on to inform the Council of a new crisis and intensive home treatment service for young people being developed by Sussex Partnership NHS Trust to deliver rapid response specialist care in the child's home to reduce the need for the child to be conveyed to the ED. This was a welcome initiative for the Trust who had seen an increase in children and young people attending EDs for mental health crisis.
- 7.8 Andy concluded his report by providing an update on the agreement of the devolution plans for Sussex and that NHS Sussex was working closely with local authorities in Sussex to update their joint health needs assessment plans.
- 7.9 Gordon Ferns enquired if the number of staff referred to the psychology support service was increasing or reducing, and which staff groups were concerned. David Grantham replied that although there was a backlog of cases waiting to be seen and numbers had increased, as seen in the absence figures, relating to stress and other reasons, the Trust was exploring ways in which it could support staff to provide more resilience.

(Katie Urch joined the meeting)

- 7.10 Frances suggested it would be helpful for the Governors to have a briefing to understand more about the devolution changes and impact of the loss of NHS England. Andy advised that as plans and changes were still emerging the Council would continue to be updated through the CEO's report and a wider briefing arranged if necessary.
- 7.11 Frances went on to refer to the issue of behaviour and increase in violence experienced by patients whilst in A&E at RSCH. Specifically, Frances enquired about the role of the Police in conveying people to police cells if they were disorderly and if this had impacted the situation in the emergency departments. Andy advised that the Right Care, Right Place was an initiative being rolled out across the country by the Police and explained how the Trust was working closely with the Police to address the problem. In addition, Andy highlighted some of the significant improvements that had been made during the last 6-8 weeks in the ED at RSCH with fewer patients waiting in corridors, and an improved flow through the department resulting in fewer behavioural issues.
- 7.12 Katie then provided background information relating to the work with partners to encourage Sussex Partnership NHS Foundation Trust to extend their

working hours and the number of places in their crisis centres. They had also successfully implemented the right care, right place path with mental health volunteers in community suicide hot spots resulting in a significant reduction in people attending hospital.

- 7.13 The Council went on to discuss the work taking place and the ways in which the Trust and its partners were able to support both mental health patients and staff acknowledging the importance of ensuring that staff felt protected while at work which was as important as caring for patients.
- 7.14 Philippa thanked the Council for what was a very helpful discussion.
- 7.15 The Council **RECEIVED** the Chief Executive's report.

COG/05/25/8 Single Improvement Plan and Progress Dashboard

- 8.1 Katie Urch advised the Council that oversight of the Single Improvement Plan (SIP) was still maintained with reporting through the relevant Committees, as well as the Board, the Integrated Care Board (ICB) and NHS England (NHSE) until the ambitions of the SIP were fully assimilated into deployment arrangements for the new Trust Strategy.
- 8.2 Katie then summarised the status of the key workstream actions against the plan and advised that reasonable progress had been made during the reporting period, including the reduction in the waiting list, progress against CQC actions and assimilation of plans into business-as-usual governance. However, there was limited assurance against actions in some workstreams that were off track, but these had established plans and governance arrangements to enable delivery.
- 8.3 The Council was informed that all well-led inspection actions were completed and an independent review of well-led was now underway. 97% of all actions from the 2023 inspection had now been completed.
- 8.4 Andy took the opportunity to commend Katie's involvement and contribution to the Surgery improvements which had received a great deal of scrutiny and seen the service transformed, resulting in the Trust coming out of special monitoring by the Royal College of Surgeons.
- 8.5 Frances raised a query regarding the number of 12-hour breaches the Trust had recorded during March as it appeared high. Andy replied that the figure of 2,606 breaches in March were across all of the Trust's Emergency Departments with the vast majority awaiting mental health placements and why partnership working to reduce this number was so important.
- 8.6 The Council **NOTED** the Single Improvement Plan and Progress Dashboard

COG/05/25/9 Lead Governor's Report

- 9.1 Lindy Tomsett began by welcoming Zingiswa Thetho as the newly elected Staff Governor for the Royal Sussex County Hospital (RSCH) and thanked Pauline Constable and Kate Galvin for the contribution they had made to the Trust and who would both shortly be retiring as Governors.
- 9.2 Lindy advised the Council that Governors had received a number of very interesting briefings during the past quarter which included a presentation by the CEO on the Trust's 2025-30 Strategy and the focus on developing Centres

of Excellence, the impressive new Cancer Centre in Brighton planned to open in 2029 and a presentation by the Charitable Trust on its on-going ambitions and how the Charity had supported the Trust by enabling the purchase of a variety of equipment across all of the sites.

- 9.3 The Council was informed that the Governors had been involved in the Developmental Well Led Review with their thoughts and opinions sought on various topics relating to the Trust and how it operated. They had also been actively involved with constructing an objective for the Chair and the Non - Executive Directors (NEDs) for the coming year.
- 9.4 Lindy was pleased to report that several Governors had been on the judging panel for the Trust's STAR awards nominations. With so many worthy nominations it demonstrated how tirelessly, and dedicated staff were to give patients excellent care despite the challenges and pressure on services.
- 9.5 The Council noted that Governors were soon to be actively involved in the process for the appointment of three new NEDs to the Trust Board. They would have the opportunity to meet the prospective candidates prior to interviews and a few Governors would also be part of the interview panel.
- 9.6 Finally, Lindy was delighted to report that she had been invited to the UK Customer Satisfaction Awards 2025 as part of the recognition the Trust had achieved through its Welcome Standards work. It was an enormous achievement for the Trust to have reached the final and was testament to how the organisation was focusing on making sure patients felt well cared for.
- 9.7 Philippa thanked Lindy for her report and the valuable contribution the Governors made to the Trust.
- 9.8 The Council **NOTED** the Lead Governor's report.

COG/05/25/10 Public Governors' Update

- 10.1 With no updates to report, the Chair considered that it would be helpful to understand how each public Governor interacted with their constituents and how this could be reported at future Council meetings.

COG/05/25/11 Staff Governors' Update

- 11.1 Tomasz Makola presented the update and was pleased to highlight the improvement in communications to staff by raising awareness, not only of the issues and challenges faced at each site, but also of the improvements made across the Trust.
- 11.2 The staff Governors took the opportunity to acknowledge Nurses Day which was celebrated by the Trust on 12 May 2025 and the tireless work that nurses did every hour of every day with their efforts touching everyone's lives.
- 11.3 Tomasz continued by recognising some of the great achievements across the organisation that were transforming patient care and enhancing their overall experience and journey through the services. These included the granting of planning permission for the new Sussex Cancer Centre in Brighton, a centre of excellence for endometriosis and a new pharmacy at the Princess Royal Hospital, plans to open the new Same Day Emergency Care (SDEC) unit at St Richard's Hospital and the investment in renewable energy generation.

- 11.4 The staff Governors welcomed the continued improvement in patient flow by the wards facilitating the transfer of patients from A&E and the Emergency floor and the discharge lounge team proactively moving patients to the discharge lounge early in the day to help create the flow.
- 11.5 Tomasz highlighted the offering of mandatory training for staff in person for those who found IT challenging. This had proved highly effective and the supportive approach by the Trust ensured that everyone had the opportunity to complete their training successfully and had been well received by staff.
- 11.6 Concluding the report, Tomasz commended all the staff who had been recognised and nominated for their tremendous hard work and dedication in this year's STAR awards. It was truly inspiring to see such talent and commitment acknowledged.
- 11.7 Thanking Tomasz for the report, Philippa commented that valuable feedback and insights had also been received from regular meetings with the staff Governors, adding that at the latest meeting a lengthy discussion had taken place concerning the frustrations around recruitment which had been relayed to the Chief People Officer and a conversation relating to procurement processes.
- 11.8 Paul Layzell was encouraged to hear of the steps taken to provide training to staff who found IT a challenge. As chair of the People and Culture Committee, Paul welcomed any information and views from staff on how access to training could be improved.
- 11.9 The Council **RECEIVED** the Staff Governor's update.

COG/05/25/12 Report from the Patient Engagement & Experience Committee Meeting held on 13 March 2025

- 12.1 Frances presented the report and informed the Council that deep dive meetings now took place in between the formal Patient Experience and Wider Engagement Committee to fully focus on a specific topic of interest, the most recent of which was on the work of My University Hospitals Charity.
- 12.2 The Committee received regular updates on mental health and on the Enhanced Care Support Workers (ECSW) initiative, highlighting positive patient experiences, staff feedback, and the impact on patient safety incidents. The Governors had been pleased to hear that this was having an impact on length of stay and support.
- 12.3 Frances went on to report that the Committee had also received a presentation and update on research activities, emphasising patient and staff participation, and the development of Divisional Leads for research.
- 12.4 The Committee had welcomed the attendance of the Working with People and Communities Manager from the ICB at the meeting who provided an update on their engagement activities, including work on neurodivergence, the NHS 10-year plan and the work of the integrated community teams.
- 12.5 Following a brief discussion, the Chair acknowledged the need to refresh the Patient-Led Assessments of the Care Environment (PLACE) audits and Peer reviews to clarify the difference between the two processes and the expectation in terms of outcomes. It was proposed that this should be focussed on at the upcoming Joint Governor and Board workshop on 10 July 2025.

- 12.6 Frances concluded the report by advising the Council that future items to be discussed by the Committee included frailty, discharge processes, and the new visiting policy.
- 12.7 The Council **RECEIVED** the Report from the Patient Experience & Wider Engagement Committee Meeting held on 13 March 2025.

COG/05/25/13 Appointed Governors' Update

- 13.1 **University of Brighton**
- 13.2 Kate Galvin began by commending the excellent work that took place between the University and the Trust in respect of student placements. As she would be retiring as a Governor at the end of June 2025, Kate expressed her thanks for having had the opportunity and privilege of being an appointed Governor for the Trust for the past 8 years.
- 13.3 The Council was informed that whilst the recruitment across health courses nationally had dipped, the University of Brighton had retained the level of recruitment expected. In year 1 they still had in excess of 800 students enrolled with 99 adult nursing students, 29 diagnostic radiotherapy students, 41 midwives, and 2 apprenticeship programmes currently with 40 associates, and 20 on occupational therapy. During a recent Ofsted inspection apprenticeship routes had received an excellent outcome.
- 13.4 Kate went on to inform the Council that the diagnostic radiography courses were very competitive, but places were limited as the course required 50% placements. There was a real opportunity to expand the course in Sussex for students if more placements could be offered.
- 13.5 Kate then highlighted the Brighton Sussex Health Research Partnership initiative of Improving Lives Together that aimed to bring together all the research taking place in the region through the Universities and local authorities. This was a major piece of work to increase the amount of joined up research in the region which was important to attract staff into the area for jobs.
- 13.6 There had also been a major report on the workforce for nurse education. With a rise of 63% in nursing numbers since 2021 the growth in educators had not kept pace. This presented a major opportunity in Sussex, as well as nationally, to work collaboratively to create joint appointments in partnership with the university as well as working clinically.
- 13.7 Following a discussion the Council acknowledged that the Trust should be working collaboratively with its academic partners in respect of the opportunities outlined by Kate in diagnostic radiography and for nurse educators. This information would be relayed to the new Director of Medical Education.
- 13.8 The Chair and Deputy CEO thanked Kate on behalf of the Board for everything she had done for the Trust during her time as an appointed Governor.
- 13.9 The Council **NOTED** the update from the University of Brighton
- 13.10 **West Sussex County Council**
This item was deferred as no representative was present at the meeting.
- 13.11 **Voluntary Sector - Age UK**
This item was deferred as no representative was present at the meeting.

COG/05/25/14 Charitable Funds Committee - Chair Feedback

- 14.1 Wayne Orr gave a presentation on the Charitable Funds Committee and its oversight of My University Hospitals Charity that was formed out of the merger of the two legacy Trust Charities.
- 14.2 Wayne began by explaining the responsibilities of the Corporate Trustee and the work of the Charity, adding that funds were managed by the corporate trustee, being the corporate body of the Trust and not the individual members that made up the Board.
- 14.3 Wayne then shared with the Council the Charity's strategic priorities for 2024-25 which included implementing and strengthening the charity brand and corporate identity, expanding the multi-disciplinary fundraising programme to meet targets and grow income to £12m by March 2029 and to deliver a grant making programme aligned with Patient First that benefitted patients and staff.
- 14.4 The Council was informed of three My Charity sub brands that had been created; My Music, My Kidz and My Comedy. These would help to raise the profile of the Charity and fostered new partnerships across Sussex.
- 14.5 My Music was an independent NHS record label promoting My Charity by recruiting donors and raising funds. It partnered with the music industry to sell live and studio recordings, exclusive releases, and merchandise to support patient benefit and staff wellbeing.
- 14.6 In collaboration with leading game developers, My Digital created digital platforms to share charity messages, promote the brand, and raise funds. Engaging with children and young people, gaming characters would serve as mascots and advocates for the charity.
- 14.7 My Comedy organised celebrity comedy nights and was exploring a dedicated festival. Focussed on corporate engagement, it connected the charity with companies and partners across Sussex.
- 14.8 Wayne then explained the robust grant application criteria and assurance process for bids which were initially reviewed by the charity team to ensure they were eligible. Bids would then be reviewed at different levels depending on the size and nature of the grant.
- 14.9 Looking ahead, the focus of the charity would be to grow the fundraising by developing the brand, positioning My UHSussex as the non-profit of choice utilising innovative fundraising products and workstreams that promoted and enthused giving, funding considered work that made a real difference to patient experience and staff wellbeing and developing systems, processes, capabilities that sustain and progress the business.
- 14.10 Philippa thanked Wayne for his presentation and reminded the Council there were other charities that also benefited the Trust including five very active League of Friends who provided a huge amount of support to both staff and patients and the Rocking Horse children's charity, adding that all contributions were hugely welcomed and appreciated.
- 14.11 Responding to a question from Frances McCabe relating to the approach of other charities in the community also seeking to fundraise, Wayne recognised that this was always an issue, but often high net worth donors were keen donate to a building such as the new Cancer Centre in Brighton. Raising funds for a building was quite a unique fundraising activity and the My Charity sub brands offered a further unique approach to raising funds over other charities in

Sussex. However, by collaborating with other charities the Trust could avoid aiming at the same clientele.

- 14.12 Paul Layzell was interested to learn how the Trust encouraged the right bids into the system. Andy replied that the application process had been simplified to determine what ought to be sought from public funding or from charitable funds. It was also possible for bids to be signposted internally via the Business Scrutiny Panel. Katie Urch added that the Trust ensured that the bids aligned with clinical and strategic initiatives and that governance was completed correctly.
- 14.13 In response to a comment from Philippa, Wayne advised that the Charity was exploring ways in which to publicise its work by branding items to make staff aware they had been funded by the Charity and the process for bid applications.
- 14.11 The Council **RECEIVED** the Charitable Funds Committee – Chair Feedback

COG/05/25/15 Company Secretary Report

- 15.1 Glen Palethorpe presented the report and informed the Council that the Trust was undertaking elections for four positions, these being for the constituencies of Arun, Adur, Chichester and Worthing. Three nominations had been received for Arun with voting closing on 18 June 2025. As only one nomination from John Todd had been received for the Adur constituency it was uncontested. Therefore, John would continue for a further term of three years. There were no nominations received for the constituencies of Chichester and Worthing.
- 15.2 Glen advised the Council that Kate Galvin would be retiring as the appointed Governor for the Universities that made up the Brighton and Sussex Medical School after serving in the position since 1 April 2017. Angela Glynn had been nominated for this position. Angela was the Dean of the School Education, Sport and Health Sciences spanning all health professions including radiography and paramedic plus links to pharmacy in the School of Science and Technology for the University of Brighton.
- 15.3 The Trust expected to receive confirmation from Brighton and Hove City Council shortly as to who their nominated Governor would be following the retirement of Councillor Bruno De Oliveria.
- 15.4 Glen confirmed that whilst the Council would have two vacancies within its public constituencies, once Brighton and Hove had confirmed their appointed Governor, the Council would have 19 of its 21 positions filled and would be able to function and take decisions within its quoracy rules.
- 15.5 The Council **NOTED** the Company Secretary report.

COG/05/25/16 Any Other Business

- 16.1 There being no further business to discuss, Philippa closed the meeting and thanked everyone for their contributions and their input.

COG/05/25/17 Date and time of next meeting:

The next meeting in public of the Council of Governors is scheduled to take place at **14:00 – 16:30 on Thursday 21 August 2025**

Jan Simmons
Governor & Membership Manager
June 2025

Signed as a correct record of the meeting

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Chair

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Date

Agenda Item:	7	Meeting:	Council of Governors	Meeting Date:	August 2025
Report Title:	Chief Executive's Report				
Sponsoring Executive Director:	Dr Andy Heeps, Acting Chief Executive				
Author(s):					
Report previously considered by and date:					
Purpose of the report:					
Information	Yes	Assurance	N/A		
Review and Discussion	N/A	Approval / Agreement	N/A		
Reason for submission to Trust Board in Private only (where relevant):					
Commercial confidentiality	N/A	Staff confidentiality	N/A		
Patient confidentiality	N/A	Other exceptional circumstances	N/A		
Link to ICB (Integrated Care Boards) / Trust Annual Plan					
Link to ICB Annual Plan	N/A	Link to Trust Annual Plan	N/A		
Implications for Trust Strategic Themes and any link to Board Assurance Framework risks					
Patient	Yes				
Sustainability	Yes				
People	Yes				
Quality	Yes				
Systems and Partnerships	Yes				
Research and Innovation	Yes				
Link to CQC Domains:					
Safe	Yes	Effective	Yes		
Caring	Yes	Responsive	Yes		
Well-led	Yes	Use of Resources	Yes		
Regulatory / Statutory reporting requirement					
Communication and Consultation:					
N/A					
Executive Summary:					
<p>This report gives the Council of Governors a summary of highlights from the Chief Executive and the work of UHSussex over the last quarter.</p>					
Key Recommendation(s):					
<p>The Council of Governors is asked to NOTE this report.</p>					

CHIEF EXECUTIVE COUNCIL OF GOVERNORS REPORT

To: Council of Governors

Date: August 2025

From: Acting Chief Executive – Dr Andy Heeps

1. CHANGING LANDSCAPE

Since we last met in May, the summer months have been characterised by significant changes for us and the wider NHS. Nationally, the publication of the new NHS 10-Year Plan confirmed an ambition to shift how the NHS works, moving care out of hospitals, embracing technology, and focusing on preventing illness rather than just treating it.

A complementary report by Dr Penny Dash recommended significant changes to the architecture and structure of the NHS which will have a direct impact on many of our valued stakeholders, such as Healthwatch. In addition, our local commissioning body, NHS Sussex ICB, has announced its intent to merge with its neighbour in Surrey to deliver a further 50% efficiency in operating costs.

Meanwhile, our local authority and public health partners in West Sussex, East Sussex, and Brighton & Hove were announced to be on the Government's fast-track to becoming a single, regional level of governance by forming a new Mayoral Combined County Authority (MCCA) for Sussex.

These impactful and far-reaching changes prompted us to defer the launch of our new Trust Strategy until after the summer, allowing us to ensure our roadmap from 2025 to 2030 fully aligns with the changing landscape and ambitions of the NHS.

It is critical that we get this next stage of our longer-term development right. As one of the largest trusts in the country, this requires a longer-term commitment and steady leadership for the next five years and beyond.

It was a recognition of this need for stability that influenced another significant change for us: the announcement from Dr George Findlay that he was stepping down as the Trust's chief executive. This will allow a new leader to oversee our next chapter through to completion.

I wish to take this opportunity to thank George for his leadership at UHSussex and its predecessor organisations. He oversaw significant improvements and innovation and I know is proud of everything he achieved during his tenure.

I know you will join me in wishing him all the best in his future endeavours.

2. REPORTS AND INSPECTIONS

Other recent significant occurrences include the return of the Care Quality Commission (CQC) in July to carry out a planned Well Led inspection of our Trust. As part of this process, we confirmed that 100% of all 'Must do' and 'Should do' actions from all previous inspections have been completed. Their report will be published in due course.

Soon after their visit, we published a separate but similarly themed Developmental Well Led Review that we had independently commissioned last year as part of our regular rhythm of assurance work. The report offers a balanced picture of where the Trust currently stands, four

years on from the merger that brought us together, during the difficulties presented by the Covid pandemic.

There are numerous findings which provide challenge and insight into where we must focus efforts to deliver improvements. There is also recognition of the extent of the difficulties faced post-merger, and the tangible progress which has been made against many areas of performance, culture, and organisation.

We have accepted all the recommendations, and we are already working to respond to them.

Shortly after our last Council of Governors meeting, we received welcome news from the Maternity Safety Support Programme, as the programme lead and national maternity improvement advisor confirmed their support for us moving to the next phase of the programme, with a view to exiting completely later this year.

This is a significant step forward and very welcome recognition of the improvements made, including the work with services users and staff. The team from MSSP were so impressed with our work that we have been encouraged to share it with other trusts.

I am sure governors will join me in thanking our maternity and obstetric teams for their hard work and dedication in reaching this milestone.

This news was followed in June by an announcement that Sussex will be included in a national rapid review of NHS maternity and neonatal services. This week former diplomat Baroness Valerie Amos was announced as the review's chair, but we are yet to receive further details. However, we look forward to engaging with the process and sharing the extensive work of our team.

We also await other reports from the CQC, following their most recent inspection of maternity and children's services earlier this year.

3. INVESTING IN OUR HOSPITALS

Sussex Cancer Centre - the future of cancer care in Sussex is looking brighter, with planning permission granted for our new Sussex Cancer Centre in Brighton. The approval paves the way for construction of a state-of-the-art, five-storey new centre that will significantly expand existing services for the growing number of people affected by cancer in Sussex.

The design provides more treatments in outpatient settings, an increase in the number of inpatient beds (all in single en-suite rooms), and provision of a new and dedicated acute cancer assessment unit which means many cancer patients will be able to be cared for as an outpatient by their specialist team rather than attending the main A&E department.

It will also act as a specialist tertiary hub for Sussex, supporting the development of further specialist services and enabling care closer to home through a hub and spoke model with the Trust's other hospitals and services provided by partners. Following approval of the Trust's full business case, construction is expected to begin in 2026, with the new centre scheduled to open for patients in 2029.

Acute Stroke Centre - our state-of-the-art new Acute Stroke Centre (ASC) is on track to open at St Richard's Hospital in Chichester by 2027, heralding a new era of 24/7 specialist stroke care in West Sussex. In July we submitted a planning application to build an extension onto the hospital and expand an existing ward to accommodate the new centre, and subject to approval, building works will begin next year to enable the new centre of excellence for stroke care in West Sussex to open for patients in 2027.

The new ASC will provide 37 inpatient beds in side-rooms and bays, as well as a large gym for physio and occupational therapy, various consultation, treatment and office spaces to enable multidisciplinary stroke teams to work together in one place.

Same Day Emergency Care unit – a new facility at St Richard’s Hospital welcomed its first patients this month. The new £4.5 million facility is one of the most significant upgrades to emergency care at the hospital in recent years.

SDEC units are all about quick, expert care, helping people get treated and back home without needing a hospital stay. They support patients on the urgent and emergency care pathway and get them the help they need, when they need it.

I wish to thank everyone involved in this project. Their hard work, dedication, and collaboration have brought this unit to life, and it is already making a real difference to patients and their families.

Meanwhile, in Worthing, a brand-new **Urgent Treatment Centre (UTC)** will open in September, creating a modern front door for emergency care. The former UTC site will then be transformed into a new SDEC unit, further expanding same-day care capacity at the hospital.

And Royal Sussex County Hospital, the new **Acute Medical Unit (AMU)** will complete Phase 1 of our £62 million Emergency Department expansion. This week, I had the privilege of giving one of our local MPs a sneak preview of the new unit, before it is formally handed over from our contractors in the coming weeks. They have done a superb job, and the unit will be transformational for patient care and experience when it opens in late September.

4. STAFF RECOGNITION

There has been no let up in demand for our services in recent months and our staff continue to go above and beyond to provide record levels of care, tackle long waiting lists and deliver urgent and emergency treatment when our patients need us most.

Colleagues have also once again pulled together under the exceptional circumstances of renewed strike action for the first time this year as part of the dispute between the BMA, resident doctors and the Government over pay and conditions.

As ever, teams came together to ensure the safety of our patients and maintain as much activity as possible to ensure people’s care was only impacted if absolutely necessary. I wish to express my heartfelt gratitude to everyone who helped us through this latest period of industrial action, as well as all our teams working so hard, day in, day out across the Trust.

In June, we held our annual STAR Awards to thank colleagues and recognise their extraordinary commitment and dedication to excellent patient care. This year we received an incredible 1,200 nominations for individual members of staff and teams, demonstrating the depth and breadth of appreciation and support there is for our people doing amazing work.

I would like to take this opportunity to highlight our 2025 winners of each category and ask governors to join me in congratulating all of them, and everyone who was nominated for an award this year.

All Star Award - Crawley Sexual Health Team for their respect, inclusion, compassion and communication skills supporting asylum seekers who are in distress, often fleeing war-torn countries.

Charity's Champion of the Year - Coco Highton, Medical Secretary who goes over and above to make things happen, notably giving her time and energy to set up the Southlands Hospital Commemorative Garden.

Clinical Team of the Year - Heart Failure Team, Royal Sussex County Hospital, for the huge impact they have on patient care, resilience and ability to go above and beyond.

Mentor of the Year - Dr Davide Ravaccia, IMT Doctor at Worthing Hospital, recognised for his reliability, passion and compassionate teaching.

Princess Royal Hospital Hero - Beverley Killick, Sister, for making patients laugh and at the same time feel cared for, noted as an outstanding nurse by her patients, she is always going above and beyond for everyone.

Royal Sussex County Site Hospital Hero - Reception and Volunteer Team at the Louisa Martindale, for their dedication and friendly welcome and for helping anyone who walks through the doors of the hospital.

St Richard's Hospital Hero - Amelia Sowry, Specialist Biomedical Scientist noted for her compassion, humour and professionalism, has saved many lives through her attention to detail to support colleagues.

Worthing & Southlands Hospital Hero - Bereavement Multidisciplinary Team for making parents feel love, kindness and personalised care in such difficult situations.

Support Service Team of the Year - Security Department, Royal Sussex County Hospital for their incredible ability to manage challenging situations whilst putting colleagues, patients and visitors' safety at the forefront.

Visionary Award - Surgical Carbon Footprint Study Group, Royal Sussex County Hospital, for reducing the environmental impact of surgeries and promoting sustainable practices within healthcare.

Volunteer of the Year - Chris Samraj, Charity Volunteer for his dedication and professionalism supporting charity events with his impressive and high-quality skills.

Star of the Year - Children's Emergency Department, St Richard's Hospital for their hard work and commitment to creating a better, welcoming environment for children and young people.

Chair & Governors' Award - Colorectal Cancer Surgery Implementation Team, for their ability to find solutions in difficult circumstances and work together well to find the best way forward for patients.

You can read more about the 2025 winners on the news section of our website, as well as more on other events and achievements from the past few months. Please visit www.uhsussex.nhs.uk/news.

5. RECOMMENDATIONS

The Council of Governors is asked to NOTE the Chief Executive Report.

Agenda Item:	8.	Meeting:	Council of Governors	Meeting Date:	21 August 2025
Report Title:	Lead Governor's Report				
Sponsoring Executive Director:	Lindy Tomsett, Lead Governor				
Author(s):	Lindy Tomsett, Lead Governor				
Report previously considered by and date:					
Purpose of the report:					
Information	Yes	Assurance	N/A		
Review and Discussion	N/A	Approval / Agreement	N/A		
Reason for submission to Trust Board in Private only (where relevant):					
Commercial confidentiality	N/A	Staff confidentiality	N/A		
Patient confidentiality	N/A	Other exceptional circumstances	N/A		
Link to ICB / Trust Annual Plan					
Link to ICB Annual Plan	N/A	Link to Trust Annual Plan	N/A		
Implications for Trust Strategic Themes and any link to Board Assurance Framework risks					
Sustainability	N/A				
People	N/A				
Patient & Quality	N/A				
Systems and Partnerships	N/A				
Research and Innovation	N/A				
Link to CQC Domains:					
Safe	N/A	Effective	N/A		
Caring	N/A	Responsive	N/A		
Well-led	Yes	Use of Resources	N/A		
Regulatory / Statutory reporting requirement					
Communication and Consultation:					
Executive Summary:					
This report provides the Council with an update of activities up to August 2025					
Key Recommendation(s):					
The Council is asked to NOTE this report.					

Lead Governor Report 21 August 2025

I would like to start my report with a big thank you to Public Governors Maria Rees and Pauline Constable and Staff Governors Susanne Shepherd and Claire Bewick-Holmes for their dedicated service to the Trust during their Terms of Office. They all demonstrated a very valued commitment to their role as a Governor and the Council of Governors, and we wish them well for the future.

I would now like to welcome our new Governors. Yvonne Price Public Governor for Arun and two new appointed governors, Dr. Angela Glynn on behalf of the Brighton Universities and Councillor Mitchie Alexandra on behalf of Brighton and Hove City Council.

We have also been informed in June of the CEO Dr. George Findlay's decision to stand down from his role. We would like to thank him for his enormous contribution that he has made to the Trust and seen it through some very tough times such as Covid and then the merger, not least to add the many years at the helm and guiding the Trust through many challenging years. He will be leaving the Trust at a time when the future looks very positive, and he can be proud to have participated in this and will be handing the role, initially to Andy Heeps, to see the next five-year strategy plan progress and lead the Trust forward

The Government launched in June, it's 10-year NHS Plan and part of this is to ensure the NHS moves into the digital age. Therefore, it was very reassuring for the Governors to have had a briefing on the Trusts EPR progress which demonstrate how advanced the Trust is in pursuit of an inter-operable system that will benefit staff and patients enormously, and we look forward to further progress updates.

I mentioned in my last report, that the Governors were about to become involved with the recruitment of three new Non-Executive Directors. We were pleased to lead this process with all Governors partaking in the short-listing process and having the opportunity to meet the shortlisted candidates. This culminated in a staff governor Tomasz Maloki and myself as lead Governor in the final interviews with the Chair and a CEOs from another Trust on each panel. We have now appointed a new Audit Committee Chair Mike Driver and a transformationally skilled NED, Chair Kate Stedman, and we look forward to welcoming them to the meetings. We will be looking to appointment a Clinical Chair NED in the near future.

The Governors have been involved with the Well-Led Developmental review which was commissioned from '*Niche Health and Social Care consulting*'. The Governors were interviewed and discussed many topics. We understand that the '*Niche Team*' interviewed a number of individuals and groups both within the Trust and outside, with the Trust's partners and observed a number of meetings to form their views on areas the Trust could improve within the areas within the Well Led framework.

The Governors have had an opportunity to read the whole report which states a realistic assessment of the Trusts current situation. It has recognised that the Trust has made some significant improvements, however, it unambiguously states where substantial improvements are still required within the area of culture. The Governors are very reassured to hear from the interim CEO and Chair that the Trust has accepted all of the 22 recommendations and that the key issue of cultural improvement is weaved like a golden thread through the Trust's Strategy. The Governors have received a full briefing from the Acting CEO and Chair giving more detail on how the Trust is responding to the report and

gave the Governors the opportunity to ask questions with a commitment to provide on-going updates on the Trust's progress.

The Governors were asked to attend a meeting with the CQC Inspectors as part of a Governors focus group for the CQC Well Led Review of the Trust. Six Governors were at this interview which covered several topics from culture to finances, and I believe the Governors gave a very honest, open and optimistic view of the Trust. We all await their final report recognising from the Trust's own commissioned development review shows there is work to continue and the Board are already forging plans on the back of the Well Led Development Report to tackle these challenges.

Briefings continue to be provided to the Governors, over the last quarter these covered, the National Investigation into Maternity Units which has been instigated by the Secretary of State. Whilst initially of concern that the Trust had been placed in the category of needing to be investigated, the briefing from Emma Chambers Director of the Trust's Maternity Services provided information on the current performance of the Service and gave assurance that all the '*Must Do and Should Do*' recommendations from prior CQC reports had been actioned and the feedback from the most recent CQC inspection had been complementary about the care provided and they commented that improvements were evident from the earlier visit some years ago. We like the Trust eagerly await the CQC's report from this recent report as this should provide reassurance to our patients to use this service.

Other Governor activities have been many and varied over the last quarter. A workshop was arranged with the NEDS and Governors and viewed how we can work together on Peer Reviews and Place audits by understanding the difference between the two and this was expertly explained with a presentation by Suzanne Fisher Deputy Director of Estates and Facilities.

Staff Governor Zingi volunteered to be on the panel which will be evaluating the responses following the tender to appoint the Trust's External Auditors as their current tenure ends next year.

Public Governors Fran McCabe, Jo Richardson, John Todd and Alex Leaney have volunteered to join the Brighton Emergency Department support group to help find ways of improving many aspects of this department for the good of both staff and patients. We understand this group will meet from September, and we look forward to hearing from them at our next Council meeting.

The PEWEC committee had a deep dive meeting into elective care which allowed them to understand the challenges within the size and make up of our waiting list and the various plans the Trust's divisions have established to meet these.

Finally, just to add Staff Governor Tomasz for St Richard's Hospital has implemented an innovative idea and has organised *InPost Lockers* being installed on site for the benefit and convenience of the staff and visitors. These lockers enable parcels to be received and sent thus saving both staff and visitors time and additional journeys to other collection points. This project which Tomasz proposed and led on, is being evaluated with a view to extend this to other sites of Worthing, Southlands and Royal Sussex County. So well done from us all.

Agenda Item:	11	Meeting:	Council of Governors	Meeting Date:	21 August 2025
Report Title:	Report from Patient Experience & Wider Engagement Committee Meeting Chair				
Committee Chair:	Francis McCabe, Public Governor Brighton and Hove				
Author(s):	Jan Simmons, Governor & Membership Manager				
Report previously considered by and date:	N/A				
Purpose of the report:					
Information	<input checked="" type="checkbox"/>	Assurance	<input checked="" type="checkbox"/>		
Review and Discussion	<input type="checkbox"/>	Approval / Agreement	<input type="checkbox"/>		
Reason for submission to Trust Board in Private only (where relevant):					
Commercial confidentiality	<input type="checkbox"/>	Staff confidentiality	<input type="checkbox"/>		
Patient confidentiality	<input type="checkbox"/>	Other exceptional circumstances	<input type="checkbox"/>		
Implications for Trust Strategic Themes					
Patient	<input checked="" type="checkbox"/>				
Sustainability	<input type="checkbox"/>				
People	<input type="checkbox"/>				
Quality	<input checked="" type="checkbox"/>				
Systems and Partnerships	<input type="checkbox"/>				
Research and Innovation	<input checked="" type="checkbox"/>				
Link to CQC Domains:					
Safe	<input checked="" type="checkbox"/>	Effective	<input checked="" type="checkbox"/>		
Caring	<input checked="" type="checkbox"/>	Responsive	<input checked="" type="checkbox"/>		
Well-led	<input checked="" type="checkbox"/>	Use of Resources	<input type="checkbox"/>		
Communication and Consultation:					
Executive Summary:					
<p>The Patient Engagement and Experience Committee met on 3 July 2025. The meeting was quorate with four publicly elected governors in attendance. It was also attended by the Director of Patient Experience, Strategy and Improvement as well as a representative from Healthwatch, Worthing and Southlands Hospital Director of Nursing for Item 6 and the Head of External Affairs.</p> <p>Apologies were received from Sue Fisher, Deputy Director of Estates & Facilities, Helen Rice, appointed Governor for the Voluntary Sector, John Todd, public Governor for Adur and the NHS Integrated Care Board representative.</p> <p>Discharge Lounge Update / KPIs The Committee received an update on the hospital discharge lounges from the Worthing and Southlands Hospitals Director of Nursing who explained the ongoing review and refresh of discharge standards under the Trust's improvement programme. The Committee noted the detailed work being undertaken with discharge coordinators and the challenges related to the geography of different sites.</p> <p>Membership and Engagement Update The Committee received an update on membership and engagement which confirmed that all the constituencies had sufficient members for elections, ensuring the ability to elect governors when needed but highlighted the challenges in member recruitment and the need for more detailed activities.</p> <p>Governor Feedback / Contact with Public The Chair had concerns relating to questions from the public regarding A&E improvements and the need for better communication to keep the public informed about ongoing developments.</p>					

Stakeholder Feedback – ICB Update

The Committee were made aware of the difficulty in securing a representative from the ICB to attend the meeting due to the current uncertainty and pressure within the organisation. Meanwhile, any updates received from the ICB would be circulated..

Healthwatch Update

The Committee was informed about the Government's decision to abolish Healthwatch and transfer its functions to the ICBs and local authorities. There were concerns about the loss of independence and the impact on patient representation.

Patient Experience Quarter 4 Report

The Committee noted the Trust's Quarter 4 Patient Experience Report and received an update from the Director of Patient Experience, Strategy & Improvement on the patient experience metrics, including satisfaction rates, complaints and the impact of the new visiting policy.

Key Recommendation(s):

The Council is asked to **NOTE** that there were no matters from this meeting that were referred to the Council for action.

COMMITTEE HIGHLIGHTS REPORT TO COUNCIL

Meeting	Meeting Date	Chair	Quorate	
			yes	no
Patient Engagement & Experience Committee	3 July 2025	Frances McCabe	✓	<input type="checkbox"/>
Declarations of Interest Made				
There were no declarations of interest				
Assurance received at the Committee meeting				
<p>Discharge Lounge Update / KPIs</p> <p>The Committee RECEIVED an update from the Worthing and Southlands Hospitals Director of Nursing on the hospitals discharge lounges who explained the ongoing review and refresh of discharge standards under the Trust's improvement programme. The Committee noted the detailed work being done with discharge coordinators on each site to improve the discharge processes, and the challenges related to the geography of different sites managed by the hospital leadership team</p> <p>The key performance indicators were discussed including the percentage of discharges to the discharge lounges by ward and by Divisions with the focus on the wards with lower transfer rates, aiming to increase the rates through targeted work and standardisation on three wards per site.</p> <p>The concept of criteria led discharge was discussed, but it was emphasised that this would require education and training for staff to understand and implement this discharge process effectively and would also require a cultural change.</p> <p>The Committee discussed the importance of involving families in discharge planning to ensure they were informed and engaged in the process, which would help manage expectations and improve the discharge experience.</p> <p>The results of a Healthwatch survey were shared with the Committee, indicating that only 50% of patients felt ready to leave the hospital, and communication being a key issue. The need for improved communication and the development of a UHSussex discharge policy to provide more specific and detailed information to patients and families was acknowledged.</p> <p>The Committee noted the ongoing efforts to improve the discharge process, including the involvement of third-sector organisations such as Age UK and Guild Care to support patients after discharge.</p>				
<p>Membership and Engagement Update</p> <p>The Committee RECEIVED an update on the Trust's membership and engagement activities and was assured that the Trust was above its minimum requirements for membership in each of its constituencies, ensuring the ability to elect Governors when required.</p> <p>The Committee was informed of the current challenges of member recruitment, whilst noting that there had been fewer activities or events taking place recently where it was possible to recruit new members. However, more activities, including attendance at the freshers' fairs, were being planned for the future to increase membership and the Trust was continuing to engage with members via emails and Newsletters.</p> <p>A deep dive session on membership and engagement was being planned, as well as a refresh of the Strategy.</p>				

<p>Governor Feedback / Contact with Public The Committee NOTED that questions were frequently being asked by the public regarding improvements that were being made to the Emergency Department at the Royal Sussex County Hospital, and the need for better communication to keep the public informed of ongoing developments.</p> <p>The Committee was informed of the ongoing communication efforts to inform the public of the A&E improvements, including press releases, social media updates, and stakeholder invitations to events.</p>	
<p>Stakeholder Feedback – ICB Update The Committee NOTED the current uncertainty and pressure within the ICB which was making it difficult for a representative from the ICB to attend meetings. In the meantime, any updates received would be circulated.</p>	
<p>Healthwatch Update The Committee NOTED and discussed the intention to abolish Healthwatch and the transfer of its functions to the ICBs and local authorities. This had resulted in a period of uncertainty and concerns about the loss of independence and impact on patient representation.</p> <p>The Committee RECEIVED the Enter and View Report which was carried out by Healthwatch in the Emergency Department at the Royal Sussex County Hospital on 7 April 2025 to review how they were being run and to make recommendations where there were areas for improvement.</p> <p>The report scored all areas of the department highly for the environments being welcoming, safe, caring, well-organised and calm, with the scores ranging from between seven, to ten out of ten. Compared to the last visit in March 2024, the scores awarded to the Emergency Department Reception and Majors and Resus had improved, with the assessors reporting that the visit felt like hardworking, dedicated staff were working extraordinarily hard to deliver care in a challenging environment.</p>	
<p>Patient Experience Quarter 4 Report The Committee NOTED the Trust’s Quarter 4 Patient Experience Report and received an update from the Director of Patient Experience, Strategy & Improvement on the patient experience metrics, including satisfaction rates, complaints and the impact of the new visiting policy.</p> <p>The Committee NOTED the feedback from the implementation and impact of the Trust’s new visiting policy which had been positive and with minimal issues.</p> <p>The Committee discussed the recent summit which had been focussed on addressing the high volume of complaints, especially those related to follow-up appointments and communication. A range of stakeholders had attended the summit including booking, operational and strategy teams who had provided a really good insight and identification of actions to improve the situation.</p>	
<p>Actions taken by the Committee within its Terms of Reference</p>	
<p>The Committee did not take any specific decision at this meeting over the approval of the previous minutes.</p>	
<p>Items to come back to Committee (Items Committee keeping an eye on)</p>	
<p>Membership Deep Dive: A deep dive meeting on membership engagement to be scheduled to brainstorm ideas for increasing member recruitment and engagement.</p>	
<p>Items referred to the Board or another Committee for decision or action</p>	
Item	Referred to

The Council is asked to NOTE that there were no matters from this meeting that were referred to the Council for action	
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Agenda Item:	12	Meeting:	Council of Governors	Meeting Date:	21 August 2025
Report Title:	Council of Governors Nomination and Remuneration Committee Chair's report				
Sponsoring Board Member:	Philippa Slinger – Trust Chair				
Author(s):	Glen Palethorpe – Company Secretary				
Purpose of the report: <i>(indicate as appropriate)</i>	For Decision	For Assurance	For discussion	For Information only	
	Yes	Yes	No	No	
Reason for not being taken in public <i>(indicate as appropriate)</i>	Commercial confidentiality	Staff confidentiality	Patient confidentiality	Other exceptional circumstances (please detail)	
	No	No	No	No	
Regulatory Reporting Requirement	<p><i>The Trust is required to undertake regular appraisals of its Chair and NEDs and provide the outcome to the Trust Governors along with any recommendation on reappointment or removal.</i></p> <p><i>The Trust is required to provide an annual return to NHS England on each Board Member's ability to meet the Fit and Proper Persons Framework Requirement.</i></p>				
<p>Summary of the report describing</p> <p>What <i>(summary of current position / issue & why it matters and evidence to support that position etc)</i></p> <p>So What <i>(provide meaningful analysis drawing out as appropriate implications against Trust Strategy / Delivery Plans / Strategic or Regulatory risks etc and any options for addressing these)</i></p>	<p>The Council of Governors Nomination and Remuneration Committee met on the 18 June. At this meeting the Committee received</p> <ul style="list-style-type: none"> - the appraisal feedback from the Chair on each NED and received the appraisal feedback on the Chair from the Trust's Senior Independent Director. - the Chair's recommendation linked to the appraisal feedback on the reappointment of two NEDs and the extension of the initial term of office for a further NED. - confirmation that the long-awaited NED remuneration review outcome has not been received - the Trust's fit and proper persons annual return relating to the Chair and NEDs presented by the Company Secretary. - recommendations from the governor led interview panel for three new NEDs. <p>The Committee reflected on the appraisal feedback and the performance judgement ratings and agreed these were fair. The Committee noted that the Governor set objective for each NED and the Chair had been included within the respective 2025/26 objectives.</p> <p>The Committee endorsed the submission by the Chair of the annual fit and proper persons annual return to NHS England reflecting that all Board members met the requirements of the framework.</p> <p>The Committee being quorate approved the recommendation of the Chair for Bindesh Shah and Paul Layzell to be appointed for a further term of three years and that the initial one-year term for Gordon Ferns the BSMS recommended NED be extended for the three full years.</p> <p>The Committee also approved the recommendations from the interview panels to appoint, subject to the completion of the required pre appointment checks, Kate</p>				



<p>What Next <i>(summary of intended action and benefits supporting the choices and recommendation(s) being made)</i></p>	<p>Steadman and Mike Driver as new NEDs. The Committee also agreed with the interview panel’s recommendation not to appoint to the third vacancy.</p> <p>The Committee, recognising that the national review of NED remuneration had not been concluded, agreed not to change the current levels of the Chair and NED remuneration ensuring the Trust remained compliant with the current albeit now dated guidance.</p> <p>Following the decisions of the Committee, the required fit and proper persons annual return was submitted to NHS England ahead of the deadline of the 30 June and pre appointment checks have commenced for the two new NEDs.</p> <p>The Chair is considering the next steps in respect of recruiting to the NED vacancy.</p>						
<p>Recommendation <i>(linked to What Next section)</i></p>	<p>The Council of Governors</p> <ol style="list-style-type: none"> 1) Note the Trust’s submission of the annual fit and proper person declaration to NHS England was made ahead of the deadline of 30 June 2025. 2) Note the reappointment of Bindesh Shah and Paul Layzell for their second three-year term of office (to 30 June 2028 and 31 July 2028 respectively) 3) Note the extension of the initial term for Gordon Ferns to three years to 31 July 2027 4) Note the pre appointment checks have commenced for Kate Steadman and Mike Driver. 5) Note given there has been no change to the national guidance on NED remuneration the Governors agreed to make no changes to the Chair and NED remuneration for 2025/26. 6) Note that the recruitment of the Clinical NED continues. 						
<p>Assurance / Scrutiny route already undertaken <i>(please explain where matter previously considered, and assurance provided)</i></p>	<p><i>This report is provided direct to the Council</i></p>						
<p>Link to Trust Strategy <i>(note which theme)</i></p>	Care	People	Future	Communities	One UHSussex	Culture	
	N/A	Yes	Yes	N/A	Yes	Yes	
<p>Link to annual delivery plan</p>	<p><i>Having an effective Board supports the delivery of the Trust’s plan</i></p>						
<p>Link to BAF <i>(explain which BAF risks this matter impacts on and what the impact is change in score/ change in assurance profile etc)</i></p>							



University Hospitals Sussex

NHS Foundation Trust

Link to CQC domain	Safe	Caring	Effective	Responsive	Well-led	Use of Resources
	N/A	N/A	N/A	N/A	Yes	Yes
Other impacts	Equality and Diversity (if yes has HEIA completed)		Environmental	Legal	External Registrations (if yes please indicate which)	
	N/A		N/A	Yes	The CQC registration requires Board members to comply with the Fit and Proper Persons requirement	



Council of Governors Nomination and Remuneration Committee Chair's report

Committee meeting

The Council of Governors Nomination and Remuneration Committee met on the 18 June. At this meeting the Committee received

- the appraisal feedback from the Chair on each NED and received the appraisal feedback on the Chair from the Trust's Senior Independent Director.
- the Chair's recommendation linked to the appraisal feedback on the reappointment of two NEDs and the extension of the initial term of office for a further NED.
- confirmation that the long-awaited NED remuneration review outcome has not been received
- the Trust's fit and proper persons annual return relating to the Chair and NEDs presented by the Company Secretary.
- recommendations from the governor led interview panel for three new NEDs.

NED and Chair Appraisals 2024/25

The Chair undertook the appraisals of the Trust Non-Executive Directors (NEDs) in May 2025. For 2024/25 the NED appraisals incorporated an assessment of the NEDs behaviour against the NHS Leadership Development Framework.

The Senior Independent Director undertook the Chair's appraisal also in May against the Chair's appraisal framework which also incorporated the NHS Leadership Developmental Framework Behaviours.

The appraisal process for each NED and the Chair culminates in the provision of a performance grading ranging from Outstanding down to Improvement Needed and a judgement against the Leadership Development Framework from Advocates down to recognises, along with for those NEDs continuing into 2024/25, a series of objectives. The objectives incorporated the Governor set objective for each NED and the Chair.

As part of the appraisal process each NED and the Chair confirmed their maintenance of the fit and proper persons' standards, this information was then triangulated against the annual checks undertaken to support the Trust submission of the annual return to NHS England.

The Committee considered these ratings and agreed these were reasonable

Non-Executive Director Appointments

The Committee was informed that three NEDs terms of office end were to end in 2025; these were

- Bindesh Shah's first three-year term of office ends on 30 June 2025

- Paul Layzell's first three-year term of office ends on 31 July 2025
- Gordon Ferms who had been appointed initially for one year of a possible three-year terms would have his first year end on 31 July 2025

The Committee reflected on the annual appraisal feedback which had not identified any issues that would prevent Bindesh or Paul continuing for a second term of up to three years, or Gordon having his tenure extended for the full three years of his first term.

The Committee approved the reappointment of Bindesh for a second term of three years until 30 June 2028 and Paul for a second term of three years until 31 July 2028 and approved Gordon's term of office be extended to 31 July 2027 (a three year period from his initial appointment from 1 August 2024)

NED Remuneration

The Committee approved the Chair and NED remuneration policy at the end of 2020/21 which aligned to the NHS Guidance on NED remuneration. The NHS Guidance on Chair and NED remuneration has not been updated, although a review of this remuneration level has been expected for some time.

The Committee considered the current remuneration levels and whilst these have not been adjusted since 2020/21 decided to await the outcome of the national review on Chair and NED remuneration before making any changes

The Committee approved no changes to the Chair and NED remuneration levels for 2025/26

Fit and Proper Persons annual review and declaration

NHS England requires an annual return to be made by the Trust in respect to the annual checks undertaken to determine the Executives and Non Executives, including the Chair's ability to meet the Fit and Proper Persons Framework which supports the Trust's ability to meet regulation 5 of the Health and Social Care Act 2018.

The Committee reviewed the outcomes of the various checks undertaken by the People Directorate which showed that all the required elements had been satisfied for each NED and the Chair (the outcome of the checks in relation to the Executive board members had been reported to the Board Remuneration Committee meeting earlier in June)

The Committee approved the submission of the required return which was needed to be made by 30 June 2025.



New NED Appointments

The Committee received the recommendations for the Governor led interview panels in respect of the three NED positions, noting that two were vacant and one was to become vacant upon the retirement of the current Audit Committee chair at the end of his term of office on 30 June 2025.

The Committee approved the recommendation to appoint, subject to the completion of the required pre appointment checks, Kate Steadman and Mike Driver as new NEDs (Mike Driver being appointed to the Audit Committee Chair role).

The Committee also agreed with the interview panel's recommendation not to appoint to the third vacancy.

Agenda Item:	15	Meeting:	Council of Governors	Meeting Date:	August 2025
Report Title:	Company Secretary Report				
Author(s):	Glen Palethorpe – Company Secretary				
Purpose of the report: <i>(indicate as appropriate)</i>	For Decision	For Assurance	For discussion	For Information only	
	N/A	N/A	N/A	Yes for awareness of election outcomes	
Reason for not being taken in public <i>(indicate as appropriate)</i>	Commercial confidentiality	Staff confidentiality	Patient confidentiality	Other exceptional circumstances (please detail)	
	N/A	N/A	N/A	N/A	
Regulatory Reporting Requirement		Governors serve a term of 3 years and to maintain an effective council the Trust ensures there is an efficient election process to fill seats where the terms of office are ending.			
Summary of the report describing What <i>(summary of current position / issue & why it matters and evidence to support that position etc)</i>	Governor Elections				
	<p><u>Public Governors</u></p> <p>The Trust completed its election process for the Arun constituency with Yvonne Price being elected by majority.</p> <p>It is worth noting that John Todd was elected as unopposed for the Adur constituency</p> <p><u>Appointed Governors</u></p> <p>The Trust has been informed that Cllr Mitchie Alexander will become the Brighton and Hove City Council appointed governor.</p> <p>West Sussex County Council confirmed that Cllr Alison Cooper will remain their appointed governor.</p> <p><u>Staff Governors</u></p> <p>The election for the Worthing Staff Governor continues with the voting closing on the 26 August.</p> <p>Governor resignation</p> <p>Claire Bewick-Holmes has confirmed given a change in her role is to end her term as staff governor for PRH at the end of July. The Chair has sent a formal thank you for here support. The Company Secretary will incorporate this vacancy within the next scheduled election process that is planned for those whose terms of office end in early to mid 2026.</p> <p>NEDs</p> <p>The two newly appointed NEDs, Mike Driver and Kate Steadman have commenced their terms of office on the 1 August and are being supported through their orientation.</p>				

<p>So What (provide meaningful analysis drawing out as appropriate implications against Trust Strategy / Delivery Plans / Strategic or Regulatory risks etc and any options for addressing these)</p>	<p>Wayne Orr due to work commitments is taking a sabbatical for three months from 1 August to 31 October during which he will not be undertaking any NED activities. The governors via email communications agreed to “pause” Wayne NED tenure for this period.</p>						
<p>What Next (summary of intended action and benefits supporting the choices and recommendation(s) being made)</p>	<p>Council of Governors Membership and Quoracy</p> <p>Whilst the Council will have three vacancies, two within its public constituencies and one within its staff constituencies the Council remains with 18 of its 21 positions filled so will be able to function and take decisions within its quoracy rules (there shall be present at the meeting at least one third of all Governors and of those present, at least 51% shall be elected Governors).</p> <p>Board membership and Quoracy</p> <p>Whilst Wayne is on sabbatical with the recruitment of the two new NEDs the Board will be able to continue to function and during this three month period Gordon Ferns has agreed to become interim chair of the Charitable Funds Committee a position held by Wayne.</p> <p>Governor elections</p> <p>All vacant governor positions will be placed within the next round of governor elections</p>						
<p>Recommendation (linked to What Next section)</p>	<p>The Council is asked to note and welcome Yvonne Price as the public governor for Arun, Cllr Mitchie Alexander as the appointed governor for Brighton and Hove City Council and Cllr Alison Cooper who returns as the appointed governor for West Sussex County Council.</p> <p>The Council is asked to ratify the decision made by governors over email to grant a 3 month sabbatical for Wayne Orr seeing his NED tenure paused for this period.</p>						
<p>Assurance / Scrutiny route already undertaken (please explain where matter previously considered, and assurance provided)</p>	<p>Not applicable</p>						
<p>Link to Trust Strategy (note which theme)</p>	Patients	People	Future	Communities	One UHSussex	Culture	
	Yes	Yes	Yes	Yes	Yes	Yes	
<p>Link to annual delivery plan</p>	<p>The Governors help to shape the Trust’s Strategy and thus the annual delivery plan</p>						
<p>Link to BAF (explain which BAF risks this matter impacts on and what the impact is change in score/</p>	<p>Not directly</p>						



change in assurance profile etc)						
Link to CQC domain	Safe	Caring	Effective	Responsive	Well-led	Use of Resources
	Yes	N/A	N/A	N/A	Yes	N/A
Other impacts	Equality and Diversity (if yes has HEIA completed)		Environmental	Legal	External Registrations (if yes please indicate which)	
	N/A		N/A	Yes	The Trust is required to maintain an effective council of governors (FT Code of Governance / FT Licence)	



Agenda Item:	16	Meeting:	Council of Governors	Meeting Date:	21 August 2025
Report Title:	Annual Review and Report to the Council of Governors on the External Auditor				
Sponsoring Executive Director:	Jonathan Reid, Chief Financial Officer				
Author(s):	Naeem Uddin, Operational Director of Finance Martin Botterill, Deputy Director of Finance - Operational Finance Hansen Quao, Assistant Director of Finance - Financial Accounts				
Purpose of the report: <i>(indicate as appropriate)</i>	For Decision	For Assurance	For discussion	For Information only	
	N/A	Yes	Yes	Yes	
Reason for not being taken in public <i>(indicate as appropriate)</i>	Commercial confidentiality	Staff confidentiality	Patient confidentiality	Other exceptional circumstances (please detail)	
	Yes	N/A	N/A	N/A	
Regulatory Reporting Requirement		The Health and Social Care Act 2006 states that every foundation trust must have an auditor. The Act states that it is for the Council of Governors to appoint and remove the auditor.			
Summary of the report describing					
What <i>(summary of current position / issue & why it matters and evidence to support that position etc)</i>		The purpose of this report is to provide an assessment of performance of the external auditor following the completion of the audit for the 2024/25 financial year. This report considers the work of the auditor including both quality and fees charged.			
So What <i>(provide meaningful analysis drawing out as appropriate implications against Trust Strategy / Delivery Plans / Strategic or Regulatory risks etc and any options for addressing these)</i>		Next Steps: Recommend to the Council of Governors <ul style="list-style-type: none"> to note the Annual Review and Report to Council of Governors on the External Auditor. 			
What Next <i>(summary of intended action and benefits supporting the choices and recommendation(s) being made)</i>					
Recommendation <i>(linked to What Next section)</i>		The Audit Committee is asked to: <ul style="list-style-type: none"> NOTE the performance of Grant Thornton with regards to the 2024/25 audit; RECOMMEND the report on the performance of the External Auditor to the Council of Governors. 			



Assurance / Scrutiny route already undertaken (<i>please explain where matter previously considered, and assurance provided</i>)	The Annual Report and Accounts alongside the accompanying reports from the External Auditor approving them, have been reviewed and approved by the Trust Board at the Extra Ordinary Board meeting on 25 June 2025.					
Link to Trust Strategy (note which theme)	Care	People	Future	Communities	One UHSussex	Culture
Link to annual delivery plan	N/A	N/A	N/A	N/A	N/A	N/A
Link to BAF (explain which BAF risks this matter impacts on and what the impact is change in score/ change in assurance profile etc)	Use of Resources- BAF Risk 2.1 Sustainability- BAF Risk 2.2 Financial Stewardship					
Link to CQC domain	Safe	Caring	Effective	Responsive	Well-led	Use of Resources
Other impacts	Yes	Yes	Yes	Yes	Yes	Yes
Equality and Diversity (if yes has HEIA completed)	Environmental		Legal		External Registrations (if yes please indicate which)	
	N/A		N/A		N/A	

Purpose

1. The Audit Committee is required to review the performance of the external auditor, Grant Thornton LLP (GT), after the completion of the year-end audit. This report assesses the work of the auditor regarding the quality of the work and the fees charged. The Council of Governors are responsible for the appointment of the Trust external auditor.

Performance

2. Darren Wells continued as the key audit partner for GT, supported by Paul Jacklin as the senior manager since appointment.
3. The audit team was adequately resourced for the interim and final audits and was very responsive to queries, complemented by the finance team's ability to respond to audit requests quickly. The challenge from the audit team was fair and professional.
4. Similar to previous years, in advance of the final audit commencing, GT agreed with the Trust a timetable for the audit, together with a schedule of working papers that would be required. This phased approach worked well.
5. A significant amount of the audit work was undertaken remotely by GT. The audit team attended sites for stock takes and were prepared to meet Trust officers and staff in person if required.
6. At the beginning of the year end audit, GT provided the Trust with a query log. This was to enable the progress of the audit to be monitored by both teams and set up twice weekly Teams meetings with the Trust's operational finance team. These addressed and any outstanding audit queries or other matters that had arisen. Towards the end of the audit fieldwork, the query log was shared daily.
7. The audit was delivered by GT in accordance with the agreed plan and the audit findings report was delivered to the Trust on time.
8. The value for money work element of the audit was carried out concurrently with the year end audit. GT, with the assistance of the Trust, were able to schedule the work and deliver the conclusion on time.
9. As a result of these arrangements, the Trust was able to work with GT to conclude the audit fieldwork on 13 June 2025, sign the accounts and submit the audited annual report and accounts to NHS England (NHSE) on 26 June 2025. This submission was three working days day earlier than the NHSE submission deadline of 30 June 2025.
10. In keeping with their standard audit approach, GT carried out a risk focussed audit on 3 key areas they identified as significant risks in the audit plan. Significant risks are defined by International Standards of Auditing (ISA) as an identified risk of material misstatement for which the assessment of inherent risk is close to the upper end of the spectrum due to the degree to which risk factors affect the combination of the likelihood of a misstatement occurring and the magnitude of the potential misstatement if that misstatement occurs.
11. These risks were as follows:
 - fraud in revenue recognition as well as fraud in expenditure recognition,
 - management override of controls, and
 - valuation of land and buildings.

12. GT's initial risk assessment was the first of the three areas noted above was of low risk, whereas the latter two were high risk areas.
13. GT reached the following conclusions:
- their work did not identify any material issues in relation to revenue or expenditure recognition,
 - there was no evidence of material risk, no issues identified regarding management override of controls and
 - no material misstatements in the valuation of Land and Buildings.
11. During 2024/25 GT carried out non audit services related to Clinical Coding and Schedule Development Group £5,288 (excluding VAT). This is not considered a threat to their independence. The coding schedule is used by the Trust hence it is required to hold the licence. GT is the service provider for the Clinical Coding and Schedule Development Group.
12. In addition to the non-audit services performed and the impact on independence, GT are regularly required to consider and report to the Audit Committee on their independence. They confirmed in June 2025 that:
- There are no significant facts or matters that impact on their independence as auditors that they are required or wish to draw to the Trust's attention;
 - they have complied with the Financial Reporting Council's (FRC) Ethical Standards for Auditors;
 - they have implemented policies and procedures to meet the requirements of the FRC's Ethical Standards;
 - that in their professional judgment the firm and each covered person are independent and able to express an objective opinion on the financial statements; and
 - they have complied with the requirements of the National Audit Office's Auditor Guidance Note 01 which sets out supplementary guidance and requirements for auditors of public bodies.
13. The Audit Committee has considered GT's assessment of independence and concurs with the conclusion.

Fees

14. The audit of the 2024/25 financial year is the first year of the two additional 12 month options existing in the (3+1+1) contract awarded to GT in 2021/22. In November 2023 the Council of Governors appointed GT as external auditor of the Trust for the 2024/25 financial year by exercising the first 12-month extension of the contract awarded for an agreed fee of £228,000 (including VAT).
15. The During the primary term of the contract Grant Thornton have charged the Trust (including VAT):
- £180,000 for the financial year 1st April 2021 to 31st March 2022
 - £183,600 for the financial year 1st April 2022 to 31st March 2023
 - £187,200 for the financial year 1st April 2023 to 31st March 2024
16. The £228,000 fee was deemed reasonable considering the change in the Consumer Price Index (CPI) since 2021, when the contract was initially awarded.



17. In October 2024, the Council of Governors agreed an audit fee of £246,000 for 2025/26. The agreed fee represented a 3.2% increase on the 2024/25 indexed fee of £238,410. Given that the latest update from the Office of National Statistics at the time put the CPI measure of inflation at 3.1% in the year to August 2024, 3.2% increase was considered reasonable.
18. The Trust is currently exploring its options with regards to potential suppliers for external audit services commencing 2026/27 onwards.

Recommendation

19. The Audit Committee is asked to:
 - **NOTE** the performance of Grant Thornton with regards to the 2024/25 audit;
 - **RECOMMEND** the report on the performance of the External Auditor to the Council of Governors.