

St Andrew's Healthcare

Section 172 Statement

The Trustees of St Andrew's Healthcare are aware of their requirement under s.172 of the Companies Act 2006, to act in the way they consider, in good faith, would most likely promote the success of the Charity for the benefit of its patients, employees and other key beneficiaries and stakeholders, and in doing so, have regard (amongst other matters) to:

- the likely consequences of any decision in the long term;
- the interests of the Charity's employees;
- the need to foster the Charity's business;
- the relationships with suppliers, customers and others;
- the impact of the Charity's operations on the community and the environment;
- the desirability of the Charity maintaining a reputation for high standards of business conduct, and
- the need to act fairly between members of the Charity

The Trustees have taken steps to incorporate the s.172 requirements as part of the matters and decisions reserved for the Board, with due consideration given to potential impacts and risks for our stakeholders. The Trustees take account of these factors before making strategic decisions which they believe are in the best interests of the Charity and are in keeping with the Charity's purpose to relieve suffering, give hope and promote recovery. The Charity recognises that it remains in a period of reflection and learning in response to a number of performance issues previously identified through our stakeholders and the Trustees are aware of the significance of these areas when discharging their duties. Learning from previous decisions and actions, the Trustees ensure the Charity's strategy and vision considers the longer-term consequences for the Charity and its key beneficiaries and stakeholders.

The Board of Trustees regularly reviews our main stakeholders and how we engage with them and consider that the following groups are the Charity's key stakeholders. The Board looks at many ways to understand the respective interests of them and how they are properly considered in the Board's decisions. We have many ways of doing this, including reports and updates from members of management who directly engage with the stakeholders; direct engagement with them by the Trustees, membership and attendance of Board committees by representatives of the stakeholder groups and inclusion within Board papers of appropriate stakeholder interests in relation to proposed courses of actions and potential decisions.

The section below provides examples of how we have engaged with them in the year, as well as demonstrating stakeholder considerations in the decision making process.

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Patients

At the heart of the Charity are our patients and delivering the best outcomes possible. As such, it is crucial for the voice of our patients to be heard throughout the Charity, especially at Board level. The Patient Experience Team have a range of initiatives to capture and act on patient's opinions and collaborate about decision making and service improvement and a "Patient Voice" section is included on all Board agendas.

The Trustees regularly attend our Birmingham, Essex and Northampton Service (BENS) meeting, to hear patients' views and concerns from across all three regional sites and services, and the patient voice is heard at every meeting of the Board. Patients attend an element of the meeting to share their experience and discuss topics of interests with the Trustees and senior management. This year we have had patients from our CAMHS and Medium Secure services, including patients from our Blended Ward, Personality Disorder Service and a patient who moved from our Nottingham Hospital to our Northampton site, who discussed their journey and experiences, providing valuable insight into patient transfers from a patient's point of view. We have also had patient led discussions on a number of conditions and diagnoses. These patient led sessions have directly influenced the decisions made at Board in relation to patient services.

Where a significant event is planned that may or may not impact patients, a Quality Impact Assessment is completed and overseen by our Executive Trustees, ensuring any impact on the quality of care given to our patients is given the highest priority during the decision process.

Patient outcomes and their care is a central part of our Quality and Safety Committee and this Sub-Board Committee is chaired by one of our Non-Executive Trustees and includes two further Non-Executive and three Executive Trustees within its membership. The focussed discussions at these meetings help inform and support the decisions made in these areas by the Board and help shape the Quality element of the Charity's Strategy.

The Charity's Strategy, overseen by the Board via the relevant sub-Board Committees and at regular focussed Board Strategy days, has clear objectives directly focused on the considerations of our patients, including outcomes, co-production and estates management.

In September 2020 a new Board sub-committee was formed, the People Committee. This committee looks at all the Charity strategies relating to patient and carer engagement, patient co-production, staff engagement, diversity and inclusion, as well as the results and actions relating to both patient and staff surveys. As well as providing oversight and guidance on these strategies, the Committee provides a direct route to the Board agenda for patient, carer and employee focussed topics, ensuring that they remain a key element of Board decision making and are taken into account when discussing future Board strategies. There are patient, carer and employee representatives on the Committee, working alongside our Non-Executive and Executive Trustees as well as key senior managers from across the Charity.

This year saw the appointment of Anne Tansi Harper as the designated Trustee for Safeguarding. This Non-Executive working in conjunction with our Chief Nurse and Executive Medical Director ensured that the Board was sighted directly on safeguarding events and procedures, increasing the ability to respond to patient safeguarding concerns at a Board level.

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Carers

We understand that often our patients are supported by a network of families and carers and how key it is for Trustees to receive their input when making decisions that impact them. To support this there is a dedicated Carer Centre on the Northampton site available for carers to use as well as a support line, however use of the carer centre has been significantly impacted by the restrictions imposed due to the Coronavirus Pandemic during the year. In response to the restrictions imposed due to the pandemic, virtual forms of support, guidance and contact have been maintained to maintain the on-going contact with carers. There are regular carer forums where they are able to voice their comments or concerns and dedicated Carer Governors available for them to liaise with.

In order to bring the views and different experiences of carers to the discussions at the Court of Governors, there are two Carer Governors who attend our Court of Governors during the year and liaise with Trustees through the attendance at sub-Board committees. The Court of Governors help the Board achieve the best possible results for the patients who use our services. Now and in the future, they hold the Board to account, appoint Directors and provide additional scrutiny through ward visits and reviews of complaints and levels of patient engagement.

Employees

The Charity recognises the value of its employees and volunteers and the important role they have to play in its success. There is an annual "YourVoice" survey to capture information on employee opinion, which informs a yearly plan for improvement (You Said, We Did) which is submitted for review and approval by the Board. In addition there are frequent employee engagement forums where employees can raise any concerns and have discussions on Charity matters. The Charity has increased the number of "Freedom to Speak Up" Guardians this year. The Guardians provide confidential advice and support to employees about any concerns. Regular reports on all these topics are shared directly with the Trustees, during Board meetings and this year saw the appointment of one of our Non-Executives as the designated Trustee for Whistleblowing, further enhancing the connection and ability to respond to employee concerns at Board level.

Our Court of Governors also includes two dedicated Staff Governors in order to bring the views and different experiences of the Charity's employees to the discussions at the Court of Governors.

The Charity continues with its innovative Reverse Mentoring programme that was introduced last year, and this approach helps to drive better representation of Black, Asian and Minority Ethnic people at senior levels. Reverse mentoring is about mentoring 'upwards' where it is the senior leader who is primarily learning from the less experienced, usually younger colleague. It enables each person to benefit from the knowledge, insight, perspective and experiences of the other. A number of our Executive Directors have entered into reverse mentoring relationships so that they can understand and learn from the skills and expertise from our staff and help inform some of the wider Board decisions.

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Governors

Whilst the Trustees understand their obligations to the Charity as Directors, the Charity operates an additional level of oversight through its Court of Governors. The Trustees meet with our Governors formally, four times each year, to provide updates on the Charity's performance and ability to meet its strategic objectives. This allows our Governors the opportunity to ensure that our Trustees are meeting their statutory obligations toward the Charity and acting in a way that promotes its success.

Governors usually make regular visits to the Charity to review the care provided and feed this back to both ward management and the Executive team, however this has been significantly impacted by the restrictions imposed due to the Coronavirus Pandemic, with face to face visits being postponed during restrictions. A number of virtual visits were carried out to help facilitate this important element of engagement and learning and face to face ward and service visits resumed in June 2021.

A number of Governors continue to sit on Board sub-committees, such as the Audit and Risk, Nominations and Remuneration, Research and People Committees providing valuable contributions to discussions and decisions.

Regulators

As a result of the care that the Charity provides we are subject to review through a number of external regulators. Our Trustees are committed to working closely with our regulators and taking account of their views. To this end the Charity meet regularly with a variety of these regulators to discuss ongoing matters but also to seek advice and guidance on decisions.

In addition the Charity has been able to welcome two senior members of staff from one of our regulators on secondment into key roles which have supported the drive for an improvement in quality and with the continuous improvement of services, through their attendance and participation at Board and Sub-Board Committees.

We have also worked closely with the appropriate regulators throughout the Coronavirus Pandemic, including the provision of a specific Infection Prevention Control Quality Improvement programme provided with direct support from the regulator's advisors. This programme directly influences the future IPC approach and culture within the Charity.

Since November 2020, the Charity's Board of Directors have been holding part of their meetings as a Meeting in Public, with the agendas and papers shared on the Charity's website, allowing regulators, members of the public and other interested stakeholders to access and review discussions and decisions taken by the Board. In March, the Charity held its first "live" Board Meeting in Public via Microsoft Teams with a number of regulators and key stakeholders in attendance.

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Partners

Due to the nature of the Charity, we work closely with key partners throughout the country and value the role that they play in shaping our strategy. To support the Trustees in understanding this wide range of views, the Charity encourages open dialogue with our partners through a number of channels. We also work jointly with partners on initiatives both regionally and nationally that promote our mutual success and the best outcomes for our patients.

The Charity's Strategy contains a key focus area of New Partnerships, overseen directly by an Executive Trustee, with objectives focused on strong external engagement and ensuring future service offerings are built on partnerships. The Charity has entered into a number of Alliances and Provider Collaboratives within the East and West Midlands, and continues to grow these partnerships via collaborative Board meetings. The development of these collaboratives and alliances are reviewed regularly by our Trustees via Board and Sub-Board Committees.

Alliances aim to build strong relationships with our NHS Partners and look at the direction and development of services and are therefore an integral part of our future decision making processes. The Provider Collaboratives place the emphasis on collaboration rather than competition with providers to drive better patient outcomes.

New Community based partnerships are being created in line with our Strategy, and representatives of the Community Partnerships division attended Board to provide insight on the diverse nature of services provided and discuss the direction of future community partnerships, having a direct impact on decisions taken by the Board.

Our Trustees also work closely with key partners such as NHS England, Care Quality Commission and Commissioners to build understanding and awareness of the Charity's decisions and activities.

Suppliers

The Charity works with a wide range of suppliers, the majority situated within the UK. We remain committed to being fair and transparent in our dealings with all of our suppliers and wherever possible prioritising smaller suppliers in the local community.

The Charity undergoes due diligence before appointing any new suppliers including a review of their internal governance, for example, their anti-bribery and corruption practices, data protection policies and modern slavery matters.

The Company has systems and processes in place to ensure suppliers are paid in a timely manner.