

St Andrew's Healthcare

Section 172 Statement for the Year Ended 31 March 2025

The Trustees of St Andrew's 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 that 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 continues with its process of transformation and quality improvement, driven by its strategy. Reflection and learning in response to performance issues identified through our stakeholders ensures that 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, vision and mission consider the longer-term consequences for the Charity and its key beneficiaries and stakeholders. This is reflected in the Charity strategy looking ahead to 2028 and beyond and laying the necessary foundations for the continued delivery of high quality care and recovery outcomes to our patients and service users through our quality first ethos.

The Board of Trustees regularly reviews our main stakeholders and how we engage with them. This includes 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 action and potential decisions. Patients and Carers are also encouraged to attend regular Round Up meetings held in person and online, as well as having access to the Hope Headlines, the monthly publication containing news from across the Charity.

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

Patients

At the heart of the Charity are our patients; as such, it is crucial for the voice of our patients to be heard throughout the Charity, especially at board level, with a "Service and Patient Story" section included on all board agendas.

The Charity's strategy, overseen by the Board via the relevant board committees and at regular focused board strategy days, has clear ambitions directly focused on the considerations of our patients, with agreed milestones co-produced with patients, carers and staff.

Trustees regularly attend our Birmingham, Essex and Northampton Service (BENS) bi-monthly meetings, to hear patients' views and concerns from across all three regional sites and services. The Board also includes ward and therapy area visits during some of its meetings enabling the Trustees to visit patients and staff in their own settings. The patient-led sessions directly influence the decisions made at board in relation to patient services, and the impact of them is followed up at the relevant board committee. The Charity's patient experience survey, My Voice, aims to capture patient feedback so that the Charity can make well informed improvements. The survey questions were designed by patients, in line with the Triangle of Care standards.

St Andrew's Healthcare

Section 172 Statement – Patients (*continued*)

This year, the Charity's Co-production Network has developed a pledge to ensure patients and service users have an equal say in their care, alongside carers as partners-in-care. The pledge has been created as part of the Co-production Framework which underpins the Champion strategy. There has also been an e-learning module for staff rolled out across the Charity to educate and highlight the benefits of co-production.

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.

Carers

We recognise and value that our patients and service users are supported by a network of families, friends and carers who share their journey here at St Andrew's. We continually seek and welcome the experience and knowledge carers contribute to our patient's and service users' journey, without this we cannot continually learn, improve our services or co-productively make important decisions about the patient's care. Within our Court of Governors are two Constituency Carer Governors who bring lived experience to the group, as they are both carers of people accessing secure mental health services. Their valuable insights ensure that we make well informed decisions in patients and carers best interests. Carer Governors carry out regular visits to our wards which are now informed by patient and carer feedback, following up on actions to ensure the process of receiving feedback to the delivery of actions is completed and continues.

Employees

The Charity recognises the value of its employees and volunteers and the important role they have to play in its success. During the year, an employee survey was conducted with the results being published to the whole Charity and cascaded via team and ward meetings. The engagement score remained high, an indication that staff continued to feel proud, energised and optimistic about the work they do.

STEER (St Andrew's Employee Engagement Representatives), launched last year has continued to provide constructive feedback and support the cascade of key messages. The group also supports the CARE and Annual awards selection process. To help communication the Charity's Must Read and Must Watch channels have been introduced to complement the Executive's Open-Door policy.

The "Freedom to Speak Up" Guardians, together with the Lead Guardian, have continued to provide confidential advice and support to employees about any concerns, through helping to create a culture of openness and support and provide guidance to employees to speak up, working collectively to remove any barriers that stop our employees from doing so. Regular reports on all these topics are shared directly with the Trustees at the Board and through the Audit & Risk Committee.

The Charity maintains four focused employee Networks that support the Charity's Diversity and Inclusion Strategy, namely WiSH (Women in St Andrew's Healthcare), Unity (focusing on Black, Asian, Minority and Ethnic), DAWN (focusing on disability and wellbeing) and PRIDE (focusing on LGBTQ+). All these networks have Executive sponsors and our Executives also actively take part in network meetings and events, allowing the Board to remain sighted with any emerging discussions, themes or issues and the ability to consider them when making decisions.

Our Court of Governors also includes three dedicated Staff Governors, who bring the views and different experiences of the Charity's employees to the discussions at the Court of Governors.

St Andrew's Healthcare

Section 172 Statement (*continued*)

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.

The Lead Governor, together with the Lead Governor Group, ensures a high level of interaction and communication between the Court of Governors and the Trustees. These governors regularly attend board and board committees and there are regular meetings held between the Chair of the Charity, Chief Executive Officer, and Lead Governor. This high level of interaction and discussion ensures effective ongoing communication between the Court and the Trustees together with an increased level of assurance gained by the Court through the increased level of scrutiny.

The majority of governors perform ward and service visits, using a structured visits programme to review the care provided and feed this back to ward management, the Executive Team, and the Board. The visits programme is regularly reviewed by members of the Lead Governor Group, our Constituency Governors, Senior Governance Administrator and Company Secretary, in order to ensure that all areas of the Charity are included. In particular, governor visibility on the wards gives an opportunity for both patients and staff to provide direct feedback that helps Governors in their role of holding the Charity's board to account.

Governors have an important role of reflecting the interests of the communities and the Charity they represent and bring valuable perspectives and contributions on their behalf to improve the Charity's health services for the future.

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 meets regularly with a variety of these regulators to discuss ongoing matters but also to seek advice and guidance on decisions, including the Care Quality Commission and the UK Health Security Agency.

As a provider of health and social care, Care Quality Commission standards must be met. We maintain our own internal quality assessments and have governance and reporting systems to monitor how services are doing. We work in a collaborative and transparent manner with our regulators to enable good service user outcomes. Governance and effective communication are key in fostering these relationships. The openness and level of cooperation of this relationship is set by the tone at Executive level, where there is continuous engagement with the regulators and this is reflected locally, where heads of service develop and maintain relationships with inspectors.

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 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, their anti-bribery and corruption practices, data protection policies and modern slavery matters. The Charity also has systems and processes in place to ensure suppliers are paid in a timely manner and comply with the statutory reporting duty for payment practices and performance.

St Andrew's Healthcare

Section 172 Statement (*continued*)

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 four specific strategic ambitions and milestones relating to being an outward facing organisation, with ambitions and objectives focused on engaging with communities, as well as new or existing partners. Our aim is to build new partnerships where we can share expertise and experience for the benefit of people with complex mental health needs.

As a charity we continue to develop research and education opportunities, foster strong external engagement that ensures future service offerings are built on partnerships and a widening of our range of partners and external stakeholders, along with co-production and advocacy. The Charity is a member of numerous alliances and provider collaboratives within the East and West Midlands and continues to grow these partnerships via collaborative board meetings. There are also regular corporate partnership meetings held on a monthly and quarterly basis. The development of these collaboratives and alliances is reviewed regularly by our Trustees via board and 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.