



**University Hospitals Sussex**

**NHS Foundation Trust**

**Freedom of Information Office**

C/O Company Secretary  
Worthing Hospital  
Lyndhurst Rd  
Worthing BN11 2DH

12/07/2023

**Re: Freedom of Information Request FOI230192**

Thank you for your recent request for information under the Freedom of Information (FOI) Act 2000.

We are now in a position to respond to your request.

**Your request:**

1. Does the Trust consider that Mr Grayson is a Fit and Proper Person under CQC Regulation 5, especially as a Chief Governance Officer?
2. What process, if any, did the trust follow to justify that Mr Grayson's appointment to the University Hospitals Sussex trust board was safe following the events which led to his departure from East Sussex Healthcare NHS Trust?

**I would also be grateful for information as follows:**

3. Please disclose all items of work purchased from the Good Governance Institute since 1 April 2016, by the trust and its predecessor bodies.
4. Please disclose the nature of the services and goods purchased, the dates of the purchases and the cost of each purchase.
5. Where services were purchased, please disclose who from the GGI delivered the services.
6. In particular please disclose if Darren Grayson, who is now the trust's Chief Governance Officer, delivered any of these purchased services.
7. Please disclose the most senior trust officer or officers who signed off the purchases.
8. Please disclose copies of all reports produced by the GGI for the trust.
9. Please advise if all of these GGI reports were disclosed to
  - A) NHS England and predecessor bodies, and if so, when
  - B) CQC, and if so, when

## Our response:

Under Section 1(1)(a) of the Freedom of Information Act (FOIA), the Trust can confirm that it holds information relevant to your request and this has been provided where possible below.

Please note University Hospitals Sussex NHS Foundation Trust has been in operation since 1 April 2021, following the merger of Brighton and Sussex University Hospitals NHS Trust (BSUH) and Western Sussex Hospitals NHS Foundation Trust (WSHFT). Information about the Trust's hospitals can be found on our website – <https://www.uhsussex.nhs.uk/hospitals/>

1. Yes, the Trust does consider Mr Grayson to meet the Fit and Proper Person's requirements.
2. The Trust followed its standard process for assessing on appointment the ability of its Executives and Directors to meet the Fit and Proper Person's requirements. This process was reviewed by the Care Quality Commission within our latest well led inspection that found no issues with our process or indeed with any of the Trust Board members.
3. BSUH commissioned two reviews from the GGI in this period: one review covering digestive diseases; one review one covering the Trust's revised quality governance framework post its movement into quality special measures. As a result of this second review the Trust also engaged GGI to support the embedding of a new quality management structure. WSHFT commissioned one piece of work in relation to the proposed quality governance framework for the merged trust of University Hospitals Sussex NHS Foundation Trust.
4. Please see below for details of commissioned work that the Good Governance Institute has completed for the Trust since 2016:
  - Brighton and Sussex University Hospitals NHS Trust - Quality governance review, November 2017
  - Following the findings and recommendations set out within the 2017 GGI review, the Trust Board agreed the implementation of the new, simplified quality governance structure. Accordingly GGI was engaged by the Trust to support the embedding of the new simplified quality governance structure, with an agreement that this would incorporate three predominant streams:
    - Supporting the implementation and development of the new quality management structure.
    - Developing the monthly cycle of governance meetings within the divisions and Trust-wide quality assurance group meetings (reporting to Quality Governance Steering Group).
    - Promoting the new approach to staff.

This work occurred over the ten month period from January 2018 to October 2018 and involved among other things, the development of a Quality Governance Handbook, revision of the Trust's risk management strategy and policies, and a programme of training.

- Brighton and Sussex University Hospitals NHS Trust - Rapid Review of Digestive Diseases Clinical Directorate, January 2018
- Brighton and Sussex University Hospitals NHS Trust (BSUH) - Rapid review of clinical governance in division, September 2018

- Western Sussex Hospitals NHS Foundation Trust and Brighton and Sussex University Hospitals NHS Trust - A Quality Governance Structure for the merged Trust: high level design principles and associated recommendations, November 2020

Further to the above, there is a level of concern that disclosure of the specific costs associated with each of these reviews could be considered commercially sensitive and, if disclosed, may prejudice the commercial interests of the Trust and/or our suppliers. Where this is the case, the disclosure of such information would be exempt from disclosure under section 43(2) [commercial interests] exemption. Section 43 is a qualified exemption, meaning that this exemption is subject to a 'public interest test'. To allow the Trust sufficient time to carefully consider the public interest regarding the disclosure of this information and the application of section 43, we would appreciate additional time. The Trust is therefore requesting an additional 20 working days in which to complete the public interest test associated with this exemption.

Section 10(3) under the Freedom of Information Act enables an authority to extend the 20 working day limit up to a 'reasonable' time in any case where it requires more time to determine whether or not the balance of the public interest lies in maintaining an exemption. This extension only applies to requests where the Trust considers a 'qualified' exemption (an exemption that is subject to a public interest test) to be engaged, which in this case is both section 36(2) and section 43(2). The Act does not define what might constitute a 'reasonable' extension of time. However, it is the view of the Information Commissioner's Office (ICO) that an authority should take no more than an additional 20 working days to consider the public interest, meaning that the total time spent dealing with the request should not exceed 40 working days. We would therefore appreciate an additional 20 working days to consider your request and prepare our response. The first full working day following receipt of your amended request was 15 June 2023, therefore the Trust will aim to respond to you on or before 10 August 2023. We regret any inconvenience this may cause.

5. Since the Trust commissioned GGI as a company to provide their services and not a specific individual, the Trust considers the disclosure of the names of staff within GGI that 'delivered' these services to be exempt from disclosure under section 40(2) [*personal information*] exemption of the Freedom of Information Act. Article 4(1) of UK General Data Protection Regulations (GDPR) defines personal data as meaning "any information relating to an identified or identifiable natural person ('data subject')". Since you are seeking specific staff names, this information meets the criteria of personal information. There are six lawful bases for 'processing' personal information in Article 6 of the GDPR, with only consent or legitimate interests relevant to disclosure under the FOIA. On the basis that consent has not been given regarding the disclosure of these names, we have considered the legitimate interests regarding the disclosure of this information relevant to GGI staff members, if disclosure is necessary in this case, and does any legitimate interest outweigh the interests and fundamental rights and freedoms of the staff concerned.

Although disclosure in this case would serve a legitimate interest relevant to the general principles of transparency and accountability, since these individuals are not employed by the Trust and the GGI is not subject to the FOIA, it is our view that the staff of GGI would not have a reasonable expectation that their names would be disclosed into the public domain in this way. On this basis, we do not consider disclosure necessary nor do we consider there to be sufficient legitimate interest which outweighs the rights of the data subjects in this case. The names you are seeking are therefore exempt under section 40(2) [*personal information*] exemption of the Act. The engagement of s.40(2) in this case is considered *absolute* and is not subject to public interest considerations.

6. We can confirm that for the WSHFT quality governance review, Darren Grayson was the GGI lead for this work but did not personally deliver all aspects of the work. Darren was also one of the team who undertook the Digestive Diseases review.

7. The specification of this work was developed by the Executive team or Executive steering group. This work was commissioned under Tender using approved NHS supplier frameworks.

8. There is a level of concern that some of the information contained within the documents you are requesting could be considered commercially sensitive and, if disclosed, may prejudice the commercial interests of the Trust and/or our suppliers. Where this is the case, the disclosure of such information would be exempt from disclosure under section 43(2) [*commercial interests*] exemption. Section 43 is a *qualified* exemption, meaning that this exemption is subject to a 'public interest test'. To allow the Trust sufficient time to carefully consider the public interest regarding the disclosure of this information and the application of section 43, we would appreciate additional time. The Trust is therefore requesting an additional 20 working days in which to complete the public interest test associated with this exemption.

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9. NHS Improvement and the CQC were aware of the work of the GGI in reviewing the quality governance framework at BSUH, as both were parties to the special measures improvement meetings which took place up to January 2019. NHS Improvement were aware of the work of the GGI in reviewing the proposed quality governance framework for University Hospitals Sussex NHS Foundation Trust, as referenced in the Trust's merger business case and the NHS Improvement due diligence process applied in 2020/21.



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<http://nationalarchives.gov.uk/documents/information-management/ogl-user-guidance.pdf>

If you require clarification or if we can be of any further assistance or If you require clarification or if we can be of any further assistance, please do not hesitate to contact us at: [UHSussex.foi@nhs.net](mailto:UHSussex.foi@nhs.net)

If you require our response or the information we have provided in a more accessible format, please let us know and we will be happy to assist you.

If after contacting us with any questions or concerns you remain dissatisfied with the outcome of your enquiry, you have the right to appeal. Please submit your appeal within 40 working days of the Trust's response to your request and indicate why you are dissatisfied, as this will form the basis of our internal review. The Trust will then have 20 working days in which to respond to your appeal or 40 working days in exceptional circumstances. The Trust is not obligated to review the processing of a request if an appeal is received after 40 working days. Please email your appeal or write to:

Freedom of Information Office  
C/O Company Secretary  
University Hospitals Sussex NHS Foundation Trust  
Worthing Hospital  
Lyndhurst Rd,  
Worthing BN11 2DH

After we have replied to your appeal, if you are still not satisfied with our response to your request you can submit a complaint to the Information Commissioner's Office. This can be done via their website - <https://ico.org.uk/make-a-complaint/official-information-concerns-report/official-information-concern/> or via telephone - 0303 123 1113.

We hope you are happy with the processing of your information request.

Yours sincerely,

**Freedom of Information Office**  
**University Hospitals Sussex NHS Foundation Trust**  
Worthing Hospital, Lyndhurst Rd  
Worthing BN11 2DH  
**Email:** [UHSussex.foi@nhs.net](mailto:UHSussex.foi@nhs.net)  
**Website:** [www.uhsussex.nhs.uk](http://www.uhsussex.nhs.uk)



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