



Date: 15 June 2012
Title: Proposed Acquisition of GWAS
Submitted by: GWAS

1. Purpose

- 1.1 To update the Joint Health Overview and Scrutiny Committee on the progress of the proposed acquisition of Great Western Ambulance Service NHS Trust by South Western Ambulance Service NHS Foundation Trust (SWASFT).

2. Background

- 2.1 This proposed acquisition will be the first of its kind for ambulance services; it does not represent a change to the delivery of services, it is a change to the management of those services.
- 2.2 Should the proposed acquisition be approved, all services currently provided by GWAS will be delivered by SWASFT. Once acquired GWAS will cease to exist.
- 2.3 Staff, assets and liabilities will transfer from GWAS to SWASFT.

3. Governance

- 3.1 The project for the proposed acquisition and divestment of GWAS is overseen by a project board of the NHS South of England. This project board includes representatives from GWAS and NHS commissioners, SWASFT as the acquiring organisation are also present at these meetings.
- 3.2 Within GWAS, a Transaction Project Board has been established to support the achievement of a suitable 'barrier' within GWAS between the work related to the acquisition and divestment project and business as usual. This is because the Chief Executive of SWASFT has been appointed as the Interim Chief Executive of GWAS and therefore a potential conflict of interest exists. The Transaction Project Board fulfils an assurance role, overseeing the GWAS responsibilities related to the acquisition. This Project Board is Chaired by non-executive director Liz McLoughlin. Liam Williams, Director of Nursing, is the lead executive.

4. Timescale

- 4.1 Previous reports and presentations indicated that transfer was proposed to take place late in 2012 and it was noted that this was subject to third party approval processes. The milestones in relation to the approvals processes have now been revisited as the result of indications that some approvals are likely to take longer than originally scheduled.

- 4.2 A revised projection in relation to the transfer of GWAS services to SWASFT is now early 2013. The precise timing of the transfer is dependent on the time taken by third parties in considering and approving this transaction.
- 4.3 This change to the projected timetable is not due to any inherent concerns or problems with the project. As this is the first acquisition of this type in the ambulance service sector, the approval bodies will need to closely examine the proposals without previous experience and this may impact on the timeframe.
- 4.4 Key timetable dates:

Milestone	Date
Engagement with GWAS staff and external stakeholders	On-going
Cooperation and Competition Panel Stage One complete and decision on whether Stage Two Review is necessary	14 June 2012
(possible CCP Stage Two Review)	(15 June 2012 – 5 October 2012)
Monitor Review of the acquisition and its impact on SWASFT	August – November 2012
Department of Health Approval of Transaction	October 2012
SWASFT Final Decision on Acquisition	29 November 2012
Wind up activities for GWAS	December 2012
Completion	1 January 2013

5. Project Progress

- 5.1 Key staff from SWASFT and GWAS are working together to draw up plans and proposals for how services in GWAS and SWASFT can be integrated. This integration planning work will address the key tasks that will need to be delivered to assure continued delivery of services in the GWAS area after the acquisition of services by SWASFT.
- 5.2 A key driver in the project advancing the proposed acquisition of GWAS by SWASFT is meeting local needs through continued delivery of high quality services and high standards of patient care, where they are required when they are required.
- 5.3 SWASFT are in the process of preparing a business case that will reflect not only the financial case for the acquisition but clearly set out the broader benefits, including benefits related to continued improvements in patient care. GWAS staff are working to ensure that all relevant information and knowledge specific to GWAS communities is informing this work.
- 5.4 The Cooperation and Competition Panel are currently at Stage One of their review of the proposed acquisition. Choice, co-operation and competition in the NHS are important elements of the NHS reform programme, which places patients at the heart of driving change in the NHS - directly through choice of service provider, and indirectly through influencing and shaping commissioning.
- 5.5 The CCP will examine the costs and benefits of the proposed acquisition to patients and taxpayers. The CCP will consider the effect of the proposed acquisition on patient choice

and competition for emergency and urgent care, patient transport and primary care services in south west England and any other relevant surrounding areas.

- 5.6 The CCP will meet on June 14 and take a view on the information that they have been provided about this proposed acquisition. As this is the first proposed acquisition of its kind for the ambulance service, the CCP could take their review to Stage Two and take more time to consider the proposals.

6. Communications and Engagement

- 6.1 The proposed acquisition and divestment represents a change in the management of the delivery of a service as opposed to a change in service. As such the requirements under the NHS Act (2006) do not extend to formal public consultation.
- 6.2 GWAS fully recognises the importance of keeping the public, local stakeholders and members of staff informed during the progress of the project. A full communications and engagement strategy is being followed. Regular updates are being provided through a variety of channels to ensure a transparent and informative approach.
- 6.3 Appendix One sets out a summary of the communications and engagement undertaken by GWAS to date.
- 6.4 There is a formal requirement to consult with the seven Local Involvement Networks in the GWAS area (LINKs). The requirement of Schedule 4 of the NHS Act 2006 (under Section 242 1b) is to consult with the LINKs on the implications of the proposed acquisition, specifically the dissolution of GWAS.
- 6.5 The LINKs were invited to complete a structured set of consultation questions by the end of May 2012. Responses from the LINKs will form a key part of the engagement and consultation information contained within the divestment case.

7. Common Themes

- 7.1 As a part of the engagement process informing key stakeholders about the proposed acquisition, GWAS has identified common themes that have been shared with colleagues at SWASFT and NHS South of England.

The key points that have been raised and the responses we have given are as follows:

How will continued delivery of services to local communities be assured in the future?

There should be no detriment to the delivery of local services – it is the ownership and management of services that will change. An NHS organisation will still provide emergency 999 services. There will continue to be local availability of ambulances and local frontline staff providing ambulance services. A larger trust will still be bound by national ambulance performance standards and engagement with key stakeholders across the geographical area will continue. As a Foundation Trust the new organisation will also have local members and a Council of Governors to represent local issues and concerns as they arise.

How accessible will the managers and decision makers be once SWASFT run the services? In SWASFT, managers and key decision-makers are highly accessible to external stakeholders and to staff and this will continue in the bigger trust.

How will local knowledge be protected?

There should be no detriment to the delivery of local services – it is the ownership and management of services that will change. Under the new trust there will still be local availability of ambulances and local frontline staff will continue to provide those ambulance services.

8. Member Recruitment

- 8.1 A key part of a Foundation Trust is Membership and a Council of Governors elected from that membership. The current SWASFT constitution covers the current SWASFT geographical area. SWASFT Trust Board and the Council of Governors will give consideration to a revised constitution to reflect the extended SWASFT geographical area including the current GWAS communities.
- 8.2 It is common place for FT membership recruitment to be delivered by aspirant Foundation Trusts ahead of any final decision and approval for FT status. The same will be true in relation to the proposed acquisition with respect to the recruitment of members from the GWAS area. Expressions of interest for residents of GWAS communities who wish to become members of the wider SWASFT Foundation Trust will be welcomed. This work will begin in June 2012.
- 8.3 A new membership application form will be available from 14 June 2012, initially via LINKs from across the combined GWAS and SWASFT regions. Expressions of interest in membership can also be made via the SWASFT website at www.swast.nhs.uk where there is a link to a membership application form. There are various public engagement events already planned across both the GWAS and SWASFT regions and details will be updated regularly on both trust websites.
- 8.4 Information in relation to the proposed constitution and opportunities for membership of SWASFT for residents in the GWAS area will be shared when the revised constitution has been approved.

9. Further information

- 9.1 Further information on the transaction is available via the SHA website: <http://www.southofengland.nhs.uk/what-we-do/consultations/> This also includes links to the transaction information on the GWAS and SWASFT websites.
- 9.2 A programme of communications and engagement will continue. More information about the transaction project can be found on the GWAS website at www.gwas.nhs.uk/the-future.htm
- 9.3 An email address has been set up to receive questions that staff and members of the public may have in relation to the transaction. Queries should be sent through to feedback@gwas.nhs.uk

GWAS Transaction Project Communications and Engagement log August 2011- May 2012

Date	Audience	Method
22.08.11	National Ambulance Advisor to DH briefed by GWAS CEO	Phone conversation
23.08.11	GWAS Senior Managers PCT cluster chiefs GWAS HQ staff Ambulance service CEOs GWAS EOC staff and other GWAS HQ staff Operational GWAS staff Trust unions Joint Overview and Scrutiny Committee (JOSC) Media (all local and relevant trade contacts) Ambulance heads of communications PCTs communications leads & PPI leads Acute and mental health trusts' communications & PPI leads MPs Health Overview and Scrutiny Committee (HOSC) chairs (inc JOSC) Local Involvement Network (LINK) chairs, inc Joint Working Group LINK (JWG LINK). Ambulance service CEs, JOSC chair, HOSC chairs, LINK chairs, JWG LINK chair, MPs, acute trust CE's, mental health trust CEs, PCT CE's, CQC, members of the trust External Reference Group (ERG), fire and rescue services, police services GPs All GWAS staff	CE briefing Briefing by NHS Gloucestershire on key messages and embargoes press notice Verbal briefing by execs Email from GWAS CEO Verbal briefing by local senior manager Verbal briefing by local senior managers – cascaded from senior briefing Verbal briefing and press notice shared Chair phoned by Chair Press notice issued under embargo for 24.08.12 Press notice shared Press notice shared Press notice shared by email with a message to say that a letter will follow Press notice shared by email with a message to say that a letter will follow Press notice shared by email with a message to say that a letter will follow Letter posted to announce GWAS looking to partner with another organisation PCTs emailed a letter to all GP practices and clinical commissioning groups on behalf of GWAS Special bulletin sent to all staff by email and with request for managers to display on notice boards
26.08.11	All GWAS staff	Article in trust Weekly Briefing to reassure staff and provide a bit more detail about the decision and next steps
30.09.11	All GWAS staff	Special bulletin to update staff on formal expression of interest by SWAST
14.10.11	All GWAS staff	Special bulletin to update staff on SWAST as

		preferred partner
14.10.11	Ambulance service CEs, JOSc chair, HOSC chairs, LINK chairs, JWG LINK chair, MPs, acute trust CE's, mental health trust CEs, PCT CE's, CQC, members of the trust ERG, fire and rescue services, police services	Letter posted to announce partnership with SWAST
14.10.11	Media (all local and relevant trade contacts)	Press notice issued under embargo for 14.10.11
02.11.11	South West NHS PPI leads	PPI network verbally updated on the project and its progress by GWAS member
04.11.11	Trust ERG	ERG meeting – verbal update on the project and its progress by GWAS
25.11.11	All GWAS staff	Launch of dedicated staff newsletter to keep staff up to date
07.12.11	Trust unions	JCNC verbally updated on the project and its progress by member exec
08.12.11	LINK JWG	JWG meeting - verbal update on the project and its progress by GWAS
15.12.11	Media	Public engagement line for Jill Crooks
16.12.11	All GWAS staff	Introduction of transaction board and team
06.01.12	All GWAS staff	End of due diligence process and description of key milestones
12.01.12	PPI and patient experience leads for ambulance services	QGARD patient experience meeting – verbal update by GWAS member
06.01.12	Exec Directors, Senior Manager Leads	Transaction Powerpoint presentation for HOSC/LINKs meetings
13.01.12	Jack Lopresti MP – Filton And Bradley Stoke	Meeting with Ken Wenman – not specifically on the transaction but update provided
17.01.12	Gloucestershire HOSC	GWAS invited to update the group at their meeting
17.01.12	Gloucestershire Citizen/Echo	Reporter with follow on question from Gloucestershire HOSC about redundancies. Statement provided.
18.01.12	Gloucestershire LINK	GWAS invited to update the group at their meeting
18.01.12	Gloucestershire Echo	SWAST response to Glos Echo questions
19.01.12	Media	Glos Echo article
20.01.12	Claire Perry MP – Devizes	Meeting with Ken Wenman – not specifically on the transaction but update provided
25.01.12	Trust Board	Transaction update by Dr S Rawstone
26.01.12	Exec Directors, Senior Manager Leads	Schedule of HOSC and LINK meetings
27.01.12	Exec Directors, Senior Manager Leads	Transaction communications strategy document
27.01.12	BaNES HOSC	GWAS invited to update the group at their meeting
31.01.12	Exec Directors, Senior Manager Leads	SWAST Integration workshop
01.02.12	All GWAS Staff	HQ staff briefing
03.02.12	All GWAS Staff	Partnership update – Integration workshop
07.02.12	Forest Health Forum	GWAS invited to update their meeting
08.02.12	South Glos HOSC	GWAS invited to update their meeting
08.02.12	GWAS Transaction Project Board	Presentation on PPI legislation
09.02.12	Wiltshire LINK	GWAS invited to update their meeting – KW attending as other items on agenda refer to

10.02.12	All GWAS Staff	GWAS Partnership update – OR departure and feedback from staff re. Integration workshop
16.02.12	Exec Directors, Senior Manager Leads	Core brief – guide for GWAS Transaction
16.02.12	GWAS Directors and NHS Gloucestershire	Update on acquisition at Contract Mgt meeting.
21.02.12	LINK JWG for ambulance services	GWAS invited to update their meeting
22.02.12	MPs	Letter to update
23.02.12	North Somerset HOSC	GWAS invited to update their meeting
24.02.12	All GWAS Staff	Partnership update – feedback from staff re. Integration workshop
29.02.12	Wiltshire HOSC	GWAS invited to update their meeting
05.03.12	Peter Carr	Response letter from MPs Neil Carmichael, Jack Lopresti, Liam Fox, Geoffrey Clifton-Brown
06.03.12	All GWAS Staff	HQ staff briefing
08.03.12	HOSC/LINK Chairs	Letter from Peter Carr with update and key milestones
30.03.12	ERG/Chairman & Governors of SWASFT	Meeting invitation for 11.04.12 to discuss issues around FT status
03.04.12	All GWAS Staff	HQ staff briefing
03.04.12	Ken Wenman	Letter of thanks from Bristol LINK
29.03.12	LINKs members	Meeting invitation for 25.04.12 consultation launch
05.04.12	MPs	Letter to update
13.04.12	Geoffrey Clifton-Brown	1-1 between Geoffrey Clifton-Brown and Peter Carr
16.04.12	ERG members	Letter to update
19.04.12	HOSC chairs	Letter to update
24.04.12	LINK members	Letter to update
25.04.12	LINK members	LINKs consultation event, Angel Hotel in Chippenham
01.05.12	All GWAS Staff	HQ staff briefing
04.05.12	MPs	Letter from Peter Carr to invite to briefing session
10.05.12	NHS Southwest	Email to Rachel Gibbons and Jonathan Cramp for SHA SoS briefing
17.05.12	Chair of LINKs Joint Working Group	Letter from Peter Carr with SWASFT invitation to attend a JWG meeting

GLOSSARY

BANES	Bath and North East Somerset
CE	Chief Executive
CEO	Chief Executive Officer
CQC	Care Quality Commission
DH	Department of Health
ERG	External Reference Group
GWAS	Great Western Ambulance Service
GP	General Practitioner
Glos	Gloucestershire
HQ	Headquarters
HOSC	Health Overview and Scrutiny Committee
JOSC	Joint Overview and Scrutiny Committee
JWG	Joint Working Group

JCNC	Joint Consultation and Negotiation Committee
LINK	Local Involvement Network
M&A	Mergers & Acquisitions
MP	Member of Parliament
PCT	Primary Care Trust
PPI	Patient and Public Involvement
PP	Powerpoint presentation
QGARD	Quality Governance and Risk Directors Group
SWAST	South West Ambulance Service
SW NHS	South West National Health Service