

Board of Directors Meeting 28th May 2009 Extract of approved minutes

Present

Non-Executive Directors	Prof. Sir Christopher Edwards	CE	<i>Chairman</i>
	Andrew Havery	AH	
	Charles Wilson	CW	
	Colin Glass	CG	
	Karin Norman	KN	
	Richard Kitney	RK	
Executive Directors	Heather Lawrence	HL	<i>Chief Executive</i>
	Amanda Pritchard	AP	<i>Deputy Chief Executive</i>
	Lorraine Bewes	LB	<i>Director of Finance & Information</i>
	Mike Anderson	MA	<i>Medical Director</i>
	Andrew MacCallum	AMC	<i>Director of Nursing</i>
In attendance	Catherine Mooney	CM	<i>Director of Governance</i>
	Dianne Holman	DH	<i>Interim FT Secretary</i>
	Alex Geddes	AG	<i>Director of ICT for Item 3.5</i>
	Fleur Hansen	FH	<i>For Paper 3.1</i>

The meeting was called to order following a seminar on the Healthcare Commission report into Mid Staffordshire. It was agreed from this seminar that the executive team would consider high level triggers for the Board.

1 GENERAL BUSINESS

1.1 Apologies for Absence

There was full attendance.

1.2 Declarations of Interests

None were tendered.

1.3 Minutes of the Meeting of the Board of Directors held on 29 April 2009

The meeting agreed the minutes as a correct record of proceedings subject to

- correction of typographical errors identified by CM; and
- insertion of 'with a positive NPV' at the end of line 4 - page 2.

1.4 Matters Arising

3.1/Mar/09: Paediatric Business Case Self-Certification

This matter was listed on the agenda.

1.4/Mar/09: Monitor Code of Governance

This matter was listed on the agenda.

2.2/Apr/09: Midwifery Shortage across London

AP explained that this was being followed up with NHS London.

AP also gave an update on the use of the agency, Mayday. AP note that in the area of intensive care, there was higher recruitment and Mayday usage was down, while in maternity usage continued to be high because of the high vacancy rates there. AP was of the view that it was not possible to completely eliminate Mayday and maintain clinical safety.

The meeting also discussed the impact of raising midwifery payment rates and the likelihood of incurring wider salary inflation across the Trust and further inflation of agency rates.

AP confirmed that there was a policy in place of not employing the Trust's own staff via agencies. HL suggested that only the Head of Midwifery signs off requests for agency staff from Mayday.

AP/AMC

2.3/Apr/09: Revised Complaints Policy

This will come back to the Board.

AMC

3.1/Apr/09: Three-year Financial Plan

This matter is on the agenda.

3.2/Apr/09: Patient Survey – Internet Tools

CG reported on discussions with AMC and felt the Trust's systems which were being used were effective.

3.5/Apr/09: K&C PCT representative for Members' Council

CE reported that a replacement for Peter Molyneux was being pursued.

3.8/Apr/09: Report of the Remuneration Committee

In Progress.

1.6 Members' Council Report

This report was noted.

1.7 Chief Executive's Report

Conferences

HL reported on the AUKUH and CEO Virtual conferences. HL to present a paper on her vision and strategy as introduced in the Chief HL

Executive's report

Finance & Performance

HL reported disappointing Month 1 results.

2 PERFORMANCE

2.1 Finance Report Commentary – April 2009

LB noted that the report was in a shortened form as discussed at the last Board and focused on income and expenditure. The key issues in Month 1 were agency spend and progress on CIPS. LB drew attention to income estimates for un-coded data and confirmed that this was not a significant risk.

CE asked to be re-assured that the activity at off-site clinics was being accounted for adequately. LB agreed to review and confirm. LB

The meeting expressed concerns about the ambiguity of the results reported for Dean Street. LB confirmed that the activity had increased but the actual increase was not as large as the plan.

CG commented favourably on the format of the report. LB planned to replace detailed reports with highlights and offered to share the approach with AH and others who are interested. HL was concerned that cutting out details would also cut out the opportunity to spot triggers as identified in the Mid Staffordshire report.

2.2 Performance Report Commentary – April 2009

LB reported that the Trust fell behind in Month 1 last year.

She highlighted that there were now four rather than two 18-week targets that were being monitored. She also reported that the Trust is behind and was unlikely to meet the Q1 target for 18-weeks for the specialty. LB confirmed that there was one 26-week breach and AP explained that there was a further potential breach being queried.

AH asked about incidence of the cancer patient initiated delays. MA explained that rates for hospital attendance could be affected by what information is given by the GP about a diagnosis of cancer.

AP remained optimistic and explained that the overall target for 18-weeks was made up of different elements each with its own weighting and there was no reason to assume that failure in one element would result in overall failure. Further, there was a great deal of work done to treat 18-week breaches within 26 weeks. Good performance is expected in June as the backlog had been contained. However, there was an underlying problem in neurology.

KN asked LB to mark the performance incentive payments (CQUIN).

CE commented on the indicator for the MRSA screening target and how unhelpful it was. AP confirmed that it measured total MRSA swabs not just elective.

3 ITEMS FOR DECISION/APPROVAL*

3.1 Annual Plan 2009-10

FH joined the meeting and noted amendments proposed by the Board, many of which had already been identified by CW's editing.

The Board agreed that the third quality priority should be 'surgery delays'.

CE highlighted that a paper to support the self-certification in section 4 had previously been circulated to the Board and the Board agreed that they were happy to support this on the basis of the assurance in the paper.

Some clarification was required around the membership DH/FH commentary.

FH left the meeting.

3.4 Award of Hard FM Contracts

- a Netherton Grove project
This was withdrawn.
- b Cavaye Place – additional lease
This was approved.
- c Wash hand basin project
This was approved.

3.6 Nominations – Governance Arrangements

The Board asked for changes to be made to the draft Terms of Reference and brought back to the Board for information: DH

- 1.1 replace 'nominates appointee' to 'make recommendations to the Appointments' Panel'
- 2.4 delete '(open competition or otherwise)'
- 2.7 replace 'make recommendations for the successful candidate to' with 'for'
- 2.7 expand to define the Appointments Panel.

3.7 Code of Governance – Compliance

The Board asked for the Statement on independence to be amended to remove references to individual names and re-phrase the term 'the Trust's university medical school'.
The Board approved the Declaration of Compliance at Appendix 1.

3.8 Standing Orders

The Board approved Standing Orders, Scheme of delegation and Standing Financial Instructions subject to the addition of the definition

of 'Senior Independent Director' to be added to the Standing Orders.

The meeting also discussed the constitutional arrangements for executive directors. KN was of the view that any of the executive directors should be able to deputise for the Chief Executive. CW asked what the downside was. KN felt that the arrangement lacked flexibility. CG's view was that current arrangement would inhibit change if the Trust expanded by way of M&A. CE confirmed that this was described in the paragraph 4.7.9 of the Standing Orders – Delegation to Officers. *'If the Chief Executive is absent, the powers delegated to him shall be exercised by the Deputy Chief Executive'*.

4 ITEMS FOR INFORMATION

4.1 Audit Committee Annual report 08/09

The Board noted the report.

5 ANY OTHER BUSINESS

The Board agreed to CG's suggestion to a Board seminar on social networking and communication. DH to set up a meeting.

6 DATE OF NEXT MEETING

CE noted an error on the agenda and informed the meeting that the next ordinary meeting was scheduled for June 25th and the special meeting to approve the Accounts was scheduled for June 4th at 5:30pm.

NB: These minutes are extracts from the full minutes and do not represent the full text of the minutes of the meeting. For information on the criteria for exclusion of information please contact the Foundation Trust Secretary.

Signed by



Prof. Sir Christopher Edwards
Chairman