

Board of Directors

Public Minutes of the Meeting held at 9.00am on Monday 2 February 2009

PRESENT

Mr J Moran	<i>JM*</i>	Chairman <i>in the chair</i>
Mrs R Alcock	<i>RA*</i>	Director of Workforce and Service Development
Mrs T Bullock		Chief Operating Officer, Director of Nursing
Mr M Chandler		Non-Executive Director
Mr WD Craig		Non-Executive Director
Dr PA Dodds		Medical Director
Mr A Ennis		Associate Director of Clinical Strategy, Development and Delivery
Mrs D Frodsham	<i>DF*</i>	Director of Business Development
Mrs V Godfrey		Associate Non-Executive Director
Mr DP Goodwin	<i>DPG*</i>	Director of Finance & Planning
Mr D Hopewell		Non-Executive Director
Mr M Oldham	<i>MO*</i>	Director of Finance & Planning Designate
Mr P Morley	<i>PM*</i>	Chief Executive
Dr AH Wood		Deputy Chairman and Senior Independent Director

IN ATTENDANCE

Ms M Alexander PA to Chairman and Chief Executive

*denotes action deriving from **resolutions** below

DIRECTORS' INTERESTS

No Director declared, or had declared, any change to her/his interests since the Board of Directors' previous meeting.

MINUTES OF THE LAST MEETING

After discussion, it was

Resolved

- **To sign the minutes as an accurate record of the Board meeting held on Monday 19 January 2009, subject to noting that under**

09.01.10.3 Investors in People – Post Recognition Review Report

Mrs Alcock asked the Board to note an amendment to the detail cited, requesting the paragraph to read 'Mrs Alcock presented the report which confirmed the Trust has received IIP status and advised the results of the Annual Staff Survey are due shortly. The action plan

from both the Investors in People Report and Annual Staff Survey will be incorporated into Mrs Alcock's future workplan.'

09.01.10.5 VIN

Dr Wood requested it be noted under this item his plea for a report on the consequences for the Trust should the development not take place on the VIN site.

08.2676 Performance Report to 30 November 2008- System Delivery Focus
[Section removed under S43 of the Freedom of Information Act]

ACTIONS ARISING FROM PREVIOUS MINUTES NOT INCLUDED ELSEWHERE ON THE AGENDA

09.01.4.3 NHS North West Innovation Board

Mr Chandler updated the Board and advised Patient Track were to visit the Trust on Friday, 6 February 2009. Mr Chandler advised he would report back to the Board on the meeting at a subsequent Board of Directors meeting.

CHAIRMAN'S ANNOUNCEMENTS

09.01.5.1 Non Executive Director Recruitment Process

The Chairman reported the recruitment advertisement for the vacant Non Executive Director posts had appeared in the Sunday Times of 1 February 2009 and will also appear in local Chronicles. The Chairman also advised a timetable was in place for the completion of the recruitment process.

09.02. 5.2 Visit of Members of Parliament

Mr Stephen O'Brien and Mr Edward Timpson, Members of Parliament, visited the Trust on Friday, 30 January 2009. Their visit consisted a formal meeting with the Chairman and Mr Morley and tour of the hospital including A&E, Outpatients and Wards. Both MPs confirmed their support of the Trust. Mr O'Brien advised that immediately following his meeting at Mid Cheshire Hospitals NHS Foundation Trust he was to meet with Central & Eastern Cheshire Primary Care Trust.

09.02.5.3 Cheshire East and Cheshire West and Chester Councils

The Chair announced he had attended consultation sessions held by both Cheshire West & Chester and Cheshire East Councils, both of which come into effect formally in April 2009.

09.02.5.4 Chairs Conference, London

The Chairman reported he had attended a Chairs Conference in London at which Mr Alan Johnson had announced a £100m fund for the eradication of mixed sex wards. Mr Morley advised these monies would be directed to the Primary Care Trust with final guidance/criteria not yet released. The Chair advised quality was the key theme of Mr Johnson's delivery, in particular dignity & respect, clinical outcomes and patient experience.

09.02.5.1 Board Paper Cover Sheet

The Chairman referred the Board to the Board Paper Cover Sheet and advised it had been designed to indicate to members the type of report, the reason for the report and the action required. It will apply only to Board Papers and not Minutes of Board Committees.

Resolved

- **To approve the Paper**

GOVERNORS ITEMS

09.01.6.1 Council of Governors Meeting: Thursday 29 January 2009

The Chairman advised the Council of Governors meeting had been very positive. It had followed a revised format of an agenda setting meeting a number of weeks in advance followed by an agenda item, 'Review of the Meeting', at the end of the meeting at which point the Board were excused from the meeting. The Chairman reported the Governors had, during the review, requested engagement in the day to day activities of the hospital. Mr Morley expressed his concern this would lead to the Governors becoming inward facing whilst their role as a Governor required them to maintain an outward, independent view.

Mrs Bullock requested the Board consider Board Members attendance at the Council of Governor meetings be to host workshops only or at the specific request of Governors. Mrs Godfrey advised that whilst the Governors had been new to post it was of benefit for the Board to attend now they have been in post a year it may not be necessary.

Mr Morley suggested that Directors attend the workshops and the meeting up to and including Chief Executives Report. Following this item, Governors would be asked if they required any items to be reviewed/clarified by the Board. If not, the Board would be excused.

After further discussion it was

Resolved

- To engage Governors in the day to day activity of the hospital in a structured format. Dedicate more time to the workshops and reduce the time spent on formal business. *JM*
- To discuss with Governors at the next Agenda Planning Meeting the attendance of the Board of Directors at Council of Governor meetings. *JM*

CHIEF EXECUTIVE'S REPORT

09.02.7.1. Board Papers

Mr Morley advised that with effect from 1 April 2009 Board of Director papers would be issued as a PDF document with the format of the Performance Report amended to have Quality as Section 1. Dr Dodds requested Non Executive Directors refer to Mrs Bullock with any suggested amendments to the format of the Performance Report.

Resolved

- **To approve the report**
- **Non Executive Directors will refer to Mrs Bullock any suggested changes to the format of the performance report.**

09.02.7.2 Letter from Mr M Pyrah, Central & Eastern Cheshire PCT

Mr Morley advised he had received a positive response in reply to Mrs Frodsham's letter to Mr Pyrah concerning the ability of the Trust to meet specific targets and penalties within the Contract.

09.01.10.5 Urgent Care Centre

[Section removed under S43 of the Freedom of Information Act]

09.02.7.2 Consultation on Quality

Mr Morley advised the first consultation on quality had taken place at the Executive Management Board meeting of 29 January 2009 with a consultation session due to take place on the evening of 2 February 2009 to senior managers within the Trust.

Resolved

- **Mr Morley will include Consultation on Quality as an Agenda item for the Board Away day of 16 March 2009** *PM*

09.01.7.2 Appointment of Trust Secretary

Mr Morley advised responses had been received from Governors with regard to the role of Trust Secretary and the suggestions had been put to vote at the Council of Governors Meeting of 29 January 2009. It was agreed the Trust Secretary role would be divided into separate roles to

include administration, servicing of the Board, point of contact for Governors & Members and legal issues.

Resolved

- **Mrs Alcock will refer to the Board of Directors meeting of 2 March 2009 with a situation report on the recruitment process. RA**

MEDICAL DIRECTOR'S REPORT

09.02.8.1 Recruitment of Consultants

[Section removed under S40 of the Freedom of Information Act]

[Section removed under S40 of the Freedom of Information Act]

[Section removed under S40 of the Freedom of Information Act]

Resolved

- **To approve the report**

STRATEGY DECISIONS

09.02.9.1 Intermediate Tier – Progress Report

[Section removed under S43 of the Freedom of Information Act]

Resolved

- **[Section removed under S43 of the Freedom of Information Act]**

STRATEGY IMPLEMENTATION

09.01.10.8 Care Quality Commission: Registration for Healthcare Acquired Infections

Mrs Bullock presented the report advising the Trust was required to submit registration in respect of Healthcare Acquired Infections by 6 February 2009. There is a statutory requirement the document is brought to the attention of the Board of Directors and approved prior to submission.

Resolved

- **To approve the report**

09.01.10.2 Budget 2009/10

Mr Oldham provided a presentation to the Board, advising that final guidance had not yet been received in relation to the tariffs for this year. This guidance is essential prior to the Contract being signed with

the PCT. [Sentence redacted under S43 of the Freedom of Information Act]

Mrs Frodsham gave a brief summary of the recent Contract meeting with the PCT.

Mr Bill Craig made a plea to the Board to some outline high level decisions now with regard to the budget for 2009/10 taking into account the economic pressures which will become more prevalent over the next few years.

Resolved

- **To approve the report**
- **Mr Oldham shall provide an update at the Board of Directors meeting of 2 March 2009. MO**

09.01.10.5 VIN

[Section removed under S43 of the Freedom of Information Act]

Resolved

- **To approve the report**

09.01.10.9 Quality Matters/Lean Programme

Mrs Alcock presented an Interim Report, advising the Board a full report would be brought to the Board of Directors meeting of 2 March 2009 to include details of the successful tenderer and the financial aspect.

[Section removed under S43 of the Freedom of Information Act]

Resolved

- **To provide a detailed report to the Board of Directors meeting on Monday 2 March 2009 RA**

08.2676 Performance Report to 30 December 2008

Mrs Alcock presented the report.

Finance Focus

[Section removed under S43 of the Freedom of Information Act]

System Delivery Focus

Mrs Alcock presented the report and noted the % Bed Occupancy as there has been a significant increase in bed occupancy waits whilst Mr Ennis advised the percentage of suspended patients was attributable to Oral Surgery and Obstetrics & Gynaecology in General Surgery.

The vacant posts in Obstetrics & Gynaecology have now been filled and there is subsequent reduction in suspended patients within the Division.

Workforce Focus

Mrs Alcock reported the Workforce Committee had reviewed non achievement of the Mandatory Training target and also the training programmes with a view to people having to spend less time away from their work. In the meantime, Mrs Alcock advised, the requirement to attend outstanding mandatory training would be focused on April to June 2009.

[Section removed under S43 of the Freedom of Information Act]

External

Mrs Bullock referred attendees to the Bereavement Officer Report. Following discussion Mrs Godfrey requested detail of how many people had benefited from the service.

Resolved

- **To approve report**

[Section removed under S43 of the Freedom of Information Act]

09.02.11.2 PALS Quarterly Report (Quarter 3)

Mrs Bullock presented the report and advised the quarterly report showed the number of complaints had fallen with the lowest ever number of complaints having been received. The quarter also saw an increase in calls/contact received by PALS.

Resolved

- **To approve the report**

ACCOUNTABILITIES

09.02.13.1.1 Workforce Committee – 20 January 2009

Mrs Alcock advised the minutes of this meeting had not yet been approved and would be brought to the Board of Directors meeting of 2 March 2009. Mrs Alcock also reported the meeting of the Workforce Committee in January was the last in its current form as it would be part of integrated governance going forward.

Resolved

- **To receive the minutes of 20 January 2009 at the Board of Directors meeting of 2 March 2009** RA

09.02.13.1.2 Practice Standards Committee: Monday 12 January 2009

Dr Wood presented the minutes of the meeting and advised of no additional comments. [Section removed under S43 of the Freedom of Information Act]

Resolved

- **To note the minutes and approve the report.**

09.02.13.1.3 Infrastructure and Development Committee

The Chairman advised Dr Wood's paper had been brought to the Council of Governors meeting and had been well received. A number of issues had been raised which will need to be addressed by the Board of Directors.

In response to Dr Dodd's enquiry as to whether the IT aspect had been approved by the Committee as their last meeting, Dr Woods confirmed it had.

Resolved

- **To approve the report.**

09.02.13.1.4 Performance & Finance Committee

Mrs Bullock requested the Board disregard the Terms of Reference issued as the paper was incomplete.

Resolved

- **To disregard the Terms of Reference.**

09.02.13.2 Integrated Governance

Dr Dodds presented the report. Discussion followed on the various committees and the reporting structure including that of Divisional Boards and Chief Executive Committees. Mr Morley advised that Accountable Officers should chair meetings as the independence of the Non Executive Director is compromised if they sit as the Chair of a Committee. Dr Dodds confirmed the recommended practice is for Non Executive Directors to rotate their presence at committee meetings.

Resolved

- **To discuss Integrated Governance and the associated Terms of Reference at the Board Away Day of 23 February 2009**

09.02.13.3 Integrated Governance – Terms of Reference for Strategic Governance Committee

Resolved

- **To discuss in detail at Board Away Day of 23 February 2009**

09.01.13.5 [Section removed under S42 of the Freedom of Information Act]

09.01.13.6 Visits of Accreditation, Inspection and Investigation

- Mr Morley advised no visits of accreditation, inspection and investigation had occurred during the month.

09.01.14.1 BOARD ACTIONS

After discussion, it was

Resolved

- **To approve the revised schedule of Board of Directors' actions, subject to including amendments to the schedule to be presented to the Board meeting on Monday 2 March 2009 MA.**

09.01.15.1 ANY OTHER BUSINESS

Mrs Alcock advised attendees of the Celebration of Achievement Evening which will take place on 19th March 2009. Mr Edward Timpson, MP, is the invited guest. All Board Members are invited, however, due to space limitations Mrs Alcock advised partners would not be invited.

Mrs Frodsham advised the Board, following a formal recruitment process, a Head of Marketing had been appointed.

09.01.16.1 TIME, DATE AND PLACE OF FORTHCOMING MEETINGS

2pm, Monday 2 March at Willington Hall

Signed

Chairman

Date