

**Meeting of the Board of Directors
Wednesday 28th April 2010**

Present:	Michael Cassidy	Chairman
	Nancy Hallett	Chief Executive
	Pauline Brown	Chief Nurse & Director of Governance
	Jo Farrar	Finance Director
	Dr John Coakley	Medical Director
	Cheryl Clements	Director of Workforce and Education
	Andrew Panniker	Director of Environment
	Tracey Fletcher	Interim Chief Operating Officer
	Eric Sorensen	Non-Executive Director
	David Stewart	Non-Executive Director
	Imelda Redmond	Non-Executive Director
	Stephen Hay	Non-Executive Director
	Professor Chris Griffiths	Non-Executive Director
	Professor Michael Keith	Non-Executive Director
Minutes:	David Bridger	Head of Governance

1.0 Chairman's Welcome and Introduction

Michael Cassidy, Chairman, opened the meeting and thanked Pauline Brown for her outstanding work supporting the Trust. He also welcomed Tracey Fletcher, Interim Chief Operating Officer to the meeting.

2.0 Apologies for absence

None.

3.0 Declaration of interests regarding items on the agenda

None.

4.0 Minutes of the previous meeting held on 31.03.2010 and matters arising

The minutes of the previous meeting were agreed.

5.0 Chairman's Report

Michael Cassidy provided the Board with feedback from the recent members meeting to discuss and vote on the amendment to the Constitution. He stated that there had been quite a lengthy discussion regarding the proposed amendments and the voting had been very close. The final vote was split 33 in favour and 33 against. As per the constitution clause 11.14 in the case of equality of votes the chair has the casting vote. In this case the chair voted in favour of the amendment. The motion to amend the constitution to allow Governors to stand for three consecutive terms of three years each was carried subject to approval by the independent regulator.

He also informed the Board that he had recently attended a NHS London Chairman's meeting. Highlights from this meeting included the plans to transfer greater than 40% of care from A&E to polyclinics by 2012 and the continued increase in the number of Foundation Trusts.

The Board were informed that he and Nancy Hallett, Chief Executive will be meeting with David Palmer the Chair of the Programme Board, appointed by NHS London to oversee the proposed integration of Homerton, Whipps Cross and Newham hospitals.

6.0 Chief Executive's Report

Nancy Hallett, Chief Executive informed the Board that Tracy Fletcher had been appointed as interim Chief Operating Officer. There is an anticipated gap of five weeks between Pauline Brown leaving the Trust and Charlie Sheldon formally taking up the position as Chief Nurse and Director of Governance on 7th June. The Board were notified that suitable support and cover had been arranged for the interim period. Stephen Hay enquired whether Charlie Sheldon will taking on the same responsibilities as Pauline Brown. Nancy Hallett explained that the increasing demands of the Quality agenda and the increase in nursing staff when the Trust takes on the community health services may mean that certain aspects of the existing role will need to be taken on by other Executive Directors.

She was pleased to announce that the Trust had secured a £1m charitable grant from the Monument Foundation for the Positive Lives campaign and a paper regarding this will be presented to the Board in July.

Nancy Hallett updated the board with regard to the inquest into the child death due to be heard by the coroner in June. The Trust had completed all the required submissions.

7.0 Strategy and Policy Homerton Strategic Position****

This item was discussed under reserved business.

Corporate Governance

8.1 Annual Plan 2010/11

Jo Farrar, Director of Finance presented a paper providing the Board with an update on progress with regard to the development of the 2010/11 Annual Plan. The plan is being drafted using the Monitor templates. He provided the Board with a summary of ten key priorities for the Trust. These had been further developed and refined by the Executive team and Clinical Board. He also provided an outline of other sections of the plan including service development strategy, workforce strategy and capital programmes. An outline of the key themes in the plan is to be presented to a group of Governors to seek their views and input. The Board confirmed the corporate priorities and supported the approach to the plans development.

8.2 Annual Plan 2010/11 Board Statements of Self-Certification

Pauline Brown, Chief Nurse & Director of Governance presented a paper containing evidence to support compliance with the Terms of Authorisation reflecting the systems, processes and procedures in place to assess and manage risk to compliance. She informed the Board of the results of the internal audit which reviewed the Trust's compliance and also notified them that each condition and schedule now has an Executive lead. Cover sheets for Board papers will now include an explicit reference to the relevant term or schedule. The Board considered each of the statements and the supporting evidence. No comments were received regarding areas of non-compliance and the Board agreed to self-certify compliance with all the statements and for this to be reflected in the Annual Plan.

8.3 Monitor Q4 Governance Return

Pauline Brown presented the quarter 4 Monitor declaration, due on 30/04/2010 and stated that the Trust will be unable to sign declaration one due to underperformance on the 62 day urology cancer target. She summarised the actions to address the performance issue documented on the submission. Also included on the submission were, Executive Director appointments, the statement regarding Governor vacancies and the City & Hackney PCT Board decision to transfer provider services to Homerton. The Board agreed the declaration.

8.4 Declaration of Interests

Pauline Brown explained that the Trust's Standing Orders require the Board Directors to declare any 'relevant and material' interests to the Board of Directors each year. Declaration forms for 2010/11 would be completed and signed at the end of the meeting.

8.5 Board Sub-Committee TOR

Pauline Brown notified the Board that the Terms of Reference (TOR) for the Audit Committee and the Risk Committee had been reviewed at their last meetings. She presented the TOR for the Remuneration and Nomination Committees which the Board approved with no changes. The TOR for the Infection Control Committee had been reviewed and those for the Finance and Charitable Funds Committee will be reviewed at their next scheduled meeting.

8.6 Q4 Board Assurance Framework (BAF)

Pauline Brown presented the BAF to March 2010 which had been reviewed by the Risk Committee. She stated that some risks will need to be transferred to the corporate risk register and some carried over to the BAF for 2010/11. She also provided a summary of emergent risks for consideration on the 2010/11 BAF. These were:

- Staff survey findings - appraisal rates for staff.
- Completion of discharge summaries as specified in contract and CQUIN.
- Transfer of City and Hackney Community Services
- Other risk identified through 2010-11 Annual Plan risk assessment process.
- Capacity to deliver service plans.
- 2010-2011 PEP

The Board noted the content of the BAF.

8.7 Quality Account

Pauline Brown presented the draft Quality Account. She explained that this is a new version compared to previous years. She provided the Board with a summary of the three key priorities identified in the account; patient safety, effectiveness of care and patient experience. The draft has been circulated to Hackney LINK and SACU Governors for comment. The draft will also be circulated to Hackney Health Scrutiny. The Board were asked to provide any comments on the draft.

9.0 Business Planning & Performance Management

9.1 Finance and Performance Report Month 12

Jo Farrar presented the finance report for month 12. He reported that the Trust had delivered an I&E surplus of £3.9m for the financial year. Activity above contracted levels generated income ahead of plan, with overspend against budgets related to the cost of delivering this extra activity. He also reported that spend on the capital programme was

£4.9m below plan as a result of slippage on some schemes. The Trust needs give some consideration to repaying some of its debt and this will be discussed at a future Finance Committee.

Tracey Fletcher, Interim Chief Operating Officer presented the performance report. She reported that with the exception of the 62 day cancer target the Trust has achieved all the key national standards for march and the year overall. The Board were assured that a revision in the clinical pathway for urology will mean that the 62 day target is unlikely to be breached in 2010/11. The issues of discharge summary completion and clinical coding were discussed.

The Board noted the report.

10.0 Clinical Governance

10.1 Serious Untoward Incident (SUI) Report***

This item was discussed under reserved business.

11. Human Resources Governance

11.1 Workforce KPI's

Cheryl Clements, Director of Workforce and Education presented the workforce performance report for March 2010. She stated that sickness rates remain below the NHS average and staff turnover rates remains high for which leaver exit surveys are being reviewed. The Trust is reviewing nurse turnover and is carrying out some focussed work on the recruitment to particular areas such as band 5 nurses. Turnaround times (2-3 months) for CRB checks remain an issue and the Trust is looking into e-CRB as a way of speeding up the process The Board noted the report.

11.2 AAC Ratification

The board ratified the appointment of:

Dr Natasha Arnold – Community Geriatrician and Stroke

12. Committee Reports

Stephen Hay, Non-executive Director provided the Board with feedback from the last Audit Committee meeting. He stated that as part of the Trusts integrated governance strategy David Stewart, Non-executive Director and chair of the Risk Committee has been invited to attend the next Audit Committee in June. He also highlighted the following issues discussed at the Audit Committee:

Fixed Asset register

Carbon Reduction

Implementation of recommendations

Debtor right off

Staff appraisal

David Stewart provided the Board with feedback from the last Risk Committee meeting. Some of the issues discussed have been covered elsewhere on the agenda. He stated that the Trusts risk register remains in a state of development but is progressing well. It is anticipated that there will be an increase in the number of risks as the register matures.

13. Any Other Business

None