



Mater Misericordiae University Hospital
Board of Directors Meeting (the "Board")

DATE Tuesday 21 March 2023	TIME 4pm	VENUE Facilitated Via Zoom
Chair	Mr. David Begg (Chair)	
Minute taker	Ms. Anna Broderick (Company Secretary)	
Members / Attendees <ul style="list-style-type: none"><input checked="" type="checkbox"/> Mr. David Begg (Chair) DB<input checked="" type="checkbox"/> Ms. Brid Cosgrove (Director of Finance, Executive Director) BC<input checked="" type="checkbox"/> Ms. Anne Vaughan (Non-Executive Director) AV<input checked="" type="checkbox"/> Mr. Rod Ensor (Non-Executive Director) RE<input checked="" type="checkbox"/> Mr. David O'Kelly (Non-Executive Director) DOK<input checked="" type="checkbox"/> Professor Mary McMenamin (Non-Executive Director) MMcM<input checked="" type="checkbox"/> Dr. Brian Marsh (Chair – Medical Executive, Executive Director) BM<input checked="" type="checkbox"/> Mr. Pat O'Doherty (Non-Executive Director) (POD)<input checked="" type="checkbox"/> Ms. Suzanne Dempsey (Director of Nursing and Deputy CEO) SD<input checked="" type="checkbox"/> Professor Cecily Kelleher (Non-Executive Director) CK<input checked="" type="checkbox"/> Professor Jim Egan (Executive Clinical Director, Executive Director) JE<input checked="" type="checkbox"/> Ms. Eilis O'Brien (Non-Executive Director) EOB<input checked="" type="checkbox"/> Ms. Anna Broderick (Company Secretary) AB		
In Attendance <ul style="list-style-type: none"><input checked="" type="checkbox"/> Mr. Alan Sharp (Chief Executive Officer MMUH) AS<input checked="" type="checkbox"/> Ms. Mary Raftery (Interim Director of Nursing) MR		
Apologies <p>None</p>		

MINUTES

TOPICS	Action By	Due Date
1.0	Welcome/Apologies	
	The Chair welcomed everyone to the meeting. The Chair declared that there was a quorum present and that the meeting could proceed. It was acknowledged that this was a zoom meeting and each attendee confirmed that they could see and hear each other via the video-conference platform.	
2.0	Declarations of Interest	
	The Chair asked whether any Director has any interest to declare in relation to any item on the Agenda for this meeting and, if any issue arises during the meeting, that such a declaration be made then. Nothing was declared. No declarations of interest were raised.	
3.0	Presentation from Anna Broderick	
	Anna Broderick as Company Secretary for MMUH gave a presentation to the Board on ESG and the transposition of the Corporate Sustainability Reporting Directive. Following the presentation, a discussion ensued on the Board's strategy in terms of ESG. It was agreed that MMUH wants to be a leader in Healthcare in terms of ESG. Given its limited resources, MMUH is assessing how it will approach this area as operational decisions need to be made with sustainability in mind.	
4.0	Minutes of the meeting dated 24 January 2023 and matters arising	
	The minutes of the last meeting held on 24 January 2023 were unanimously approved for signing by the Chair. From Matters Arising, the following was noted: <ul style="list-style-type: none">- The board report addresses the update on the Advanced Cancer project- Clinical Director of ED will come back later in the year to present to the Board	

	<p>-There will be an update at this meeting on the Committees which have each been reviewed</p> <p>-The Board will review the "Matters Reserved to the Board" later in the year</p> <p>-The review of the Board report is a work in progress.</p>
5.0	CEO Report
	<p>Operational Update AS's summary and board report were taken as read.</p> <p>AS confirmed that operationally the hospital is extremely busy and the current level of presentations is having an impact on patient experience times.</p> <p>However, the main operational concern at this time is MMUH's final financial position for 2022 and its budget for 2023. AS confirmed that the Executive Management Team is awaiting responses from the HSE on MMUH's financial position. AS noted that the Finance Report gives a more detailed update.</p> <p>Capital projects AS gave a summary of the current status of the main capital projects on site including the opening of the EWB (Rock Wing), the Major Trauma Centre to the procurement of the Electronic Health Records system. Capital projects update given on EWB opening, MTC etc.</p>
6	MMUH Committee Updates
	The Chair confirmed that a detailed review of MMUH's committees was carried out and an update from each Committee is set out below.
6.1	Finance & General Purposes Committee
	The Chair gave a verbal update to the Board. He noted that the main issue is MMUH's financial position and going concern which he noted would be addressed in detail by the Director of Finance.
6.2	Quality and Patient Safety Committee
	The Chair of this Committee, AV, confirmed that she met with the CEO and that a meeting will be held next month with an update for the next board meeting.
6.3	Mission Effectiveness Committee
	RE was approved as Chair of the Committee and the Terms of Reference (TOR) document was also approved.
6.4	Remuneration Committee
	POD was approved as Chair of the Committee and the TOR document was also approved.
6.5	Nominations Committee
	<p>EOB was approved as Chair of the Committee and the Terms of Reference (TOR) document was also approved.</p> <p>From the Committee's last meeting, it is recommending Mr Liam Doran as Chair and Director of St. Paul's Child and Family Centre. It was noted that the current chair of St Paul's is stepping down. The Committee considered Mr Doran's CV, qualifications and experience and the Committee agreed that he has the necessary skill set to take up this position. It was confirmed that Mr Doran has the time to take on this role. The MMUH Board approved Mr Doran as a non-executive director and Chair of St Paul's Child and Family Centre.</p> <p>AS noted that management are in discussions with CH09 regarding St Pauls.</p>
6.6	Matters Reserved to the Board
	<p>The Board of MMUH unanimously approved the following consultant positions:</p> <p>Post 1 Consultant Radiologist</p> <p>Post 2 Consultant Radiologist (si chest radiology) - new post Extended Working Day Initiative</p> <p>Post 3 Consultant Histopathologist post – MMUH 29.5 hours</p> <p>Post 4 Consultant Physician in Geriatric Medicine - replacement post</p>

	<p>Post 5/6 Consultant Anaesthetist posts (Ophthalmology Theatre Expansion posts)</p> <p>71 Eccles Street - The MMUH rent 71 Eccles Street from the landlord with a section sub-let to the sub-tenant. Following an update from AB, the Board approved the MMUH entering into the following documents.</p> <ul style="list-style-type: none"> • Final Deed - Consent to Subletting and Works • Final Deed of Variation • Final Reversionary Lease - Short Term Business Letting Agreement <p>It was resolved that the above documents be approved and that any two directors, or any one director and the secretary, can execute them and that they are authorised to attest to the affixing of the common seal of the company thereto.</p> <p>The MMUH Annual Report for 2021 was unanimously approved by the Board of MMUH.</p>
7	<p>Finance</p>
	<p>The Finance Report was taken as read.</p> <p>BC stated that the report sets out MMUH's financial position for 2022 and its budget allocation from IEHG for 2023. The current focus is 2022. This is the subject of discussion with HSE at this time. HSE was to revert today as the HSE CEO met with the Department of Health to go through the deficit. The HSE held an executive meeting last night. Despite assurances, this deficit has not been addressed which captures in part: Covid, shortfall of private patient income and pay awards. MMUH does not know the final outcome as yet.</p> <p>MMUH executive management team met with the external auditors who indicated that they would attend with the Board to go through the going concern. BC recommended that subject to the on-going discussions with the HSE that a decision should be made on this next month.</p> <p>BC brought the Board through the Expected Level of Service (ELS) vs IEHG's Budget Allocation for 2023. BC said that IEHG confirmed that the HSE are holding monies centrally. It is believed that this will come to MMUH which includes opening the EWB and to cover the losses to MMUH from the cessation of the statutory patient charges which will cease on 1 April 2023 as well as the shortfall for pay awards approved by HSE last year.</p> <p>MMUH's financial recovery plan has not been shared throughout the hospital yet but it sets out MMUH's cost containment measures. Depending on the HSE's feedback next month, this will proceed to be shared with the organisation. To carry out the services that patients need, MMUH needs the funding set out in its ELS plan.</p> <p>A Board discussion ensued on the current financial position of MMUH. The deficit for 2022 remains unchanged but MMUH management are hopeful that this will be recovered following recent reassurances from IEHG. For 2023, if MMUH's ELS is not met the recovery plan will be actioned and will pull back some of the deficit but this will impact patient services. The CEO gave his position on funding and how shortfalls will be addressed by MMUH. The relationship with the State is a co-dependent one. The Board confirmed that it was satisfied with the actions and steps being taken by the executive to address the current financial situation.</p>
8.0	<p>Quality Assurance report and other reports</p>
	<p>Chair of Medical Executive Report</p> <p>JE referred to his statistical data report which was shared with the Board and taken as read. This report illustrates the capacity demands and surges placed on the services which brings its own efficiency challenges. In summary, this report illustrates that the level of work is challenging but additional capacity will hopefully drive efficiency.</p>
8.3	<p>Executive Clinical Director Report including Mortality Data</p> <p>- The Executive Clinical Director report was taken as read.</p>
8.4	<p>Nursing Report</p> <p>The report was taken as read.</p> <p>MR gave an update to the Board on nursing education initiatives.</p> <p>Separately, it was noted that the falls data is going in the right direction.</p> <p>Issues with new starts for non-EU nurses due to a change of process by Justice Department caused operational delays. This is a national issue that has a significant impact. MR thanked nursing and HR colleagues who worked to address these challenges.</p> <p>The naming of the Acute Trauma Rehabilitation Ward as St Gemma's was approved by the Board of MMUH.</p>

9.0	Corporate Governance and Compliance
	<ul style="list-style-type: none"> -It was noted that the Chair of the Group Audit Committee will present at the next Board meeting. -There has been no update on the SLA. -The Executive Management Team received the Annual Compliance Statement for 2022 with an execution deadline for 31 May 2023. -AB gave an update on ECPL refinancing to the Board.
10.0	AOB
	<ul style="list-style-type: none"> -It was noted that the next Board meeting will be in person. -BM brought the Board through the slides on MMUH Stroke services that set out the quality indicators which metrics are being met in terms of access to care. - Patient letter received noting that the care received in MMUH is very good. - Status of Group. The Chair noted that he hopes to have a presentation at the May meeting with regard to the group's corporate structure and members. - The Chair noted that voluntary hospitals provide 44% of healthcare. Dr. Day who chaired the IRG reported in a positive way on the role of voluntary hospitals. One recommendation from the IRG was that there should be a dialogue forum established. Through the Voluntary Health Forum (VHF), it has been working on partnership principles between the VHF and the State via the dialogue forum. There is a launch on 3 April 2023 to bring all parties together and the Chair will attend on behalf of MMUH. <p>Finally, AS thanked his team and colleagues for all of their assistance over the last two months during this surge period.</p> <p>As there was no other business, the meeting concluded.</p>
NEXT MEETING	Tuesday, 23 May 2023 @4pm
SIGNED (by Chair)	
Actions	